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B&A Buys & Associates, Inc.
Environmental Consultants

300 E. Mineral Ave., Suite 10
Littleton, CO 80122-2631
303/781-8211 303/781-1167 Fax

February 18, 2005

Fluid Minerals Group
Bureau of Land Management
Vernal Field Office
170 South 500 East
Vernal, Utah 84078

RE: Application for Permit to Drill—Dominion Exploration & Production, Inc.
HCU 13-28F, 149' FSL, 588' FWL, SW/4 SW/4
Section 28, T10S, R20E, SLB&M, Uintah County, Utah

Dear Fluid Minerals Group:

On behalf of Dominion Exploration & Production, Inc. (Dominion), Buys & Associates, Inc. respectfully submits the enclosed original and two copies of the *Application for Permit to Drill (APD)* for the above referenced well. Included with the APD is the following supplemental information:

Exhibit "A" - Survey plats, layouts and photos of the proposed well site;

Exhibit "B" - Proposed location maps with access and utility corridors;

Exhibit "C" - Production site layout;

Exhibit "D" - Drilling Plan;

Exhibit "E" - Surface Use Plan;

Exhibit "F" - Typical BOP and Choke Manifold diagram.

Please accept this letter as Dominion's, written request for confidential treatment of all information contained in and pertaining to this application.

Thank you very much for your timely consideration of this application. Please feel free to contact myself or Carla Christian of Dominion at 405-749-5263 if you have any questions or need additional information.

Sincerely,

Don Hamilton

Don Hamilton
Agent for Dominion

cc: Diana Whitney, Division of Oil, Gas and Mining
Carla Christian, Dominion
Marty Buys, Buys & Associates, Inc.

Form 3160-3
(December 1990)

SUBMIT IN TRIPLICATE*
(Other instructions on reverse side)

Form approved.
Budget Bureau No. 1004-0136
Expires: December 31, 1991

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

001

APPLICATION FOR PERMIT TO DRILL OR DEEPEN

1a. TYPE OF WORK: DRILL [X] DEEPEN [ ]	5. LEASE DESIGNATION AND SERIAL NO.: U-28203
b. TYPE OF WELL: OIL WELL [ ] GAS WELL [X] OTHER — SINGLE ZONE [X] MULTIPLE ZONE [ ]	6. IF INDIAN, ALLOTTEE OR TRIBE NAME: N/A
	7. UNIT AGREEMENT NAME: Hill Creek Unit
	8. FARM OR LEASE NAME, WELL NO.: HCU 13-28F
2. NAME OF OPERATOR: Dominion Exploration & Production, Inc.	9. API WELL NO.: 43-047-36320
3. ADDRESS AND TELEPHONE NO.: 14000 Quail Springs Parkway, Suite 600, Oklahoma City, OK 73134, 405-749-5263	10. FIELD AND POOL, OR WILDCAT: Natural Buttes
4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements.*) At surface 613145Y 149' FSL, 588' FWL SW/4 SW/4 39.911370 At proposed prod. zone 4418549Y 149' FSL, 588' FWL SW/4 SW/4 -109.676255	11. SEC., T., R., M., OR BLK. A: Section 28, T10S, R20E, SLB&M
14. DISTANCE IN MILES AND DIRECTION FROM NEAREST TOWN OR POST OFFICE*: 12.23 miles south of Ouray, Utah	12. COUNTY OR PARISH: Uintah — 13. STATE: Utah
15. DISTANCE FROM PROPOSED* LOCATION TO NEAREST PROPERTY OR LEASE LINE, FT. (Also to nearest drlg. unit line, if any): 300'	16. NO. OF ACRES IN LEASE: 1880 — 17. NO. OF ACRES ASSIGNED TO THIS WELL: 40 acres
18. DISTANCE FROM PROPOSED LOCATION TO NEAREST WELL, DRILLING, COMPLETED, OR APPLIED FOR, ON THIS LEASE, FT.: 1,200'	19. PROPOSED DEPTH: 8,000' — 20. ROTARY OR CABLE TOOLS: Rotary
21. ELEVATIONS (Show whether DF, RT, GR, etc.): 5,207 GR	22. APPROX. DATE WORK WILL START*: August 1, 2005

23. PROPOSED CASING AND CEMENTING PROGRAM

SIZE OF HOLE	GRADE, SIZE OF CASING	WEIGHT PER FOOT	SETTING DEPTH	QUANTITY OF CEMENT
12-1/4"	8-5/8" J-55 ST&C	32#	2,000'	252 sks Lead, 219 sks, tail, 100 sks top out—see attached Drilling Plan
7-7/8"	5-1/2" Mav 80 LT&C	17#	8,000'	160 sks Lead, 435 sks Tail—see attached Drilling Plan

Bond Information:

Bond coverage is provided by Travelers Casualty and Surety Company of America, Bond #76S 63050 0330

Other Information:

Drilling Plan and Surface Use Plan are attached.
Dominion requests that this complete application for permit to drill be held confidential.
A request for exception to spacing (R649-3-2) is hereby requested based on topography since the well is located within 460' of the drilling unit boundary. Dominion Exploration & Production, Inc. is the only owner and operator within 460' of the proposed well.

Federal Approval of this Action is Necessary

RECEIVED
FEB 23 2005
DIV. OF OIL, GAS & MINING

CONFIDENTIAL

IN ABOVE SPACE DESCRIBE PROPOSED PROGRAM: If proposal is to deepen, give data present productive zone and proposed new productive zone. If proposal is to drill or deepen directionally, give pertinent data on subsurface locations and measured and true vertical depths. Give blowout preventer program, if any.

24.

SIGNED Don Hamilton Don Hamilton TITLE Agent for Dominion DATE February 18, 2005

(This space for Federal or State office use)

PERMIT NO. 43-047-36320 APPROVAL DATE

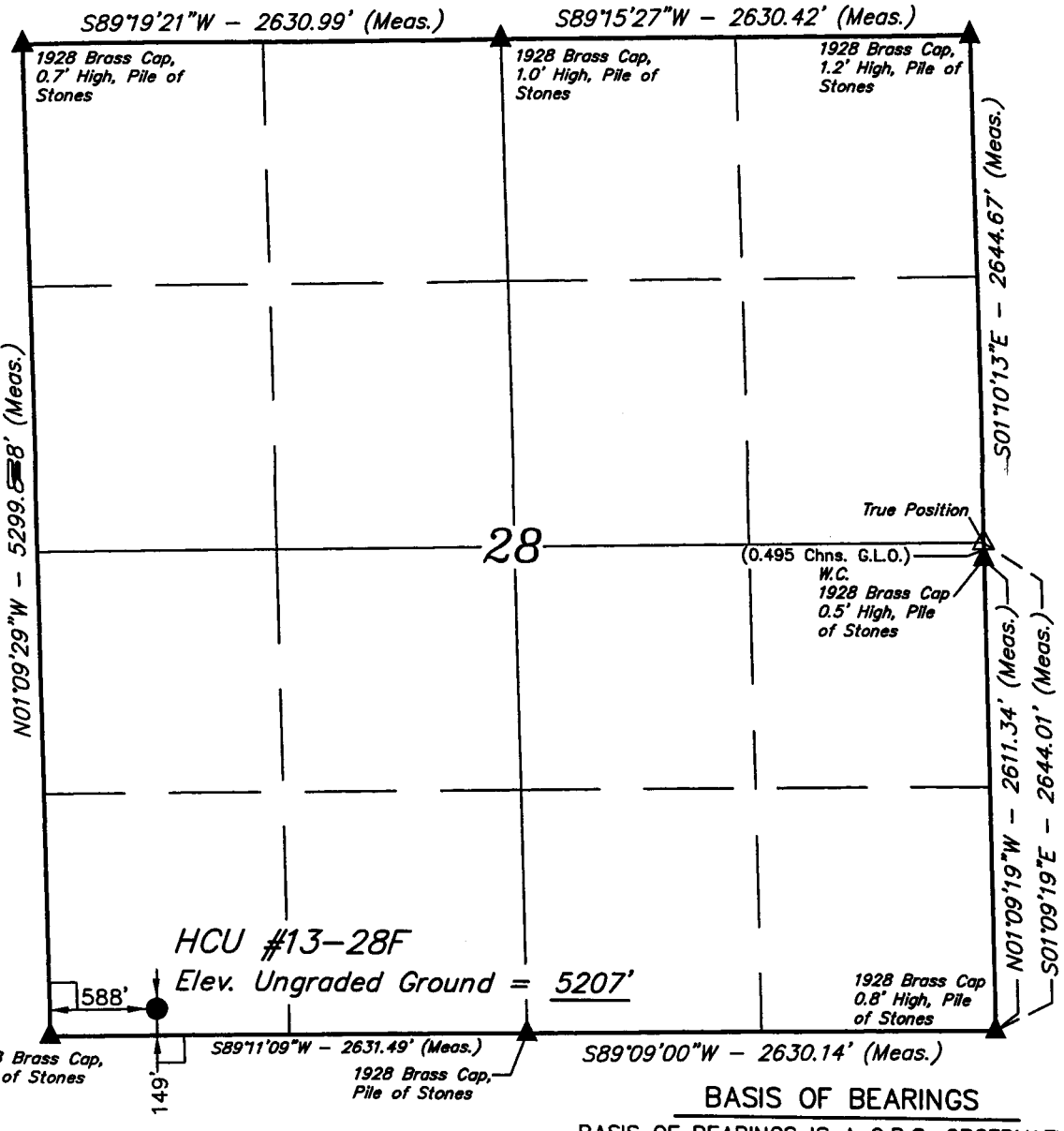
Application approval does not warrant or certify that the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon.
CONDITIONS OF APPROVAL, IF ANY:

APPROVED BY TITLE BRADLEY G. HILL ENVIRONMENTAL SCIENTIST III DATE 02-24-05

***See Instructions On Reverse Side**

Title 18 U.S.C. Section 1001, makes it a crime for any person knowingly and willfully to make to any department or agency or the

T10S, R20E, S.L.B.&M.



BASIS OF BEARINGS

BASIS OF BEARINGS IS A G.P.S. OBSERVATION.

(NAD 83)
LATITUDE = 39°54'40.96" (39.911378)
LONGITUDE = 109°40'37.03" (109.676953)
(NAD 27)
LATITUDE = 39°54'41.09" (39.911414)
LONGITUDE = 109°40'34.54" (109.676261)

LEGEND:

└ = 90° SYMBOL

● = PROPOSED WELL HEAD.

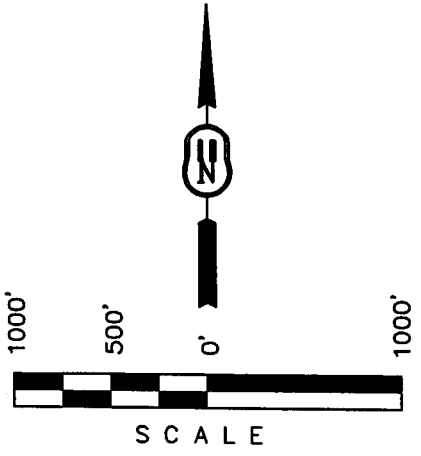
▲ = SECTION CORNERS LOCATED.

DOMINION EXPLR. & PROD., INC.

Well location, HCU #13-28F, located as shown in the SW 1/4 SW 1/4 of Section 28, T10S, R20E, S.L.B.&M. Uintah County Utah.

BASIS OF ELEVATION

SPOT ELEVATION AT THE SOUTHWEST CORNER OF SECTION 20, T10S, R20E, S.L.B.&M. TAKEN FROM THE BIG PACK MTN. NW QUADRANGLE, UTAH, UINTAH COUNTY, 7.5 MINUTE QUAD. (TOPOGRAPHIC MAP)PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED AS BEING 5251 FEET.



CERTIFICATE

THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR UNDER MY SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.

REGISTERED LAND SURVEYOR
REGISTRATION NO. 161319
STATE OF UTAH

REGISTERED LAND SURVEYOR
No. 161319
STATE OF UTAH

UINTAH ENGINEERING & LAND SURVEYING
85 SOUTH 200 EAST – VERNAL, UTAH 84078
(435) 789-1017

SCALE: 1" = 1000'	DATE SURVEYED: 1-20-05	DATE DRAWN: 1-26-05
PARTY: B.B. B.C. K.G.	REFERENCES: G.L.O. PLAT	
WEATHER: COLD	FILE: DOMINION EXPLR. & PROD., INC	

DRILLING PLAN

APPROVAL OF OPERATIONS

Attachment for Permit to Drill

Name of Operator:	Dominion Exploration & Production
Address:	14000 Quail Springs Parkway, Suite 600 Oklahoma City, OK 73134
Well Location:	HCU 13-28F 149' FSL & 588' FWL Section 28-10S-20E Uintah County, UT

1. GEOLOGIC SURFACE FORMATION — Uintah

2. ESTIMATED DEPTHS OF IMPORTANT GEOLOGIC MARKERS

Formation	Depth
Wasatach Tongue	3,825'
Uteland Limestone	4,180'
Wasatch	4,325'
Chapita Wells	5,245'
Uteland Buttes	6,335'
Mesaverde	7,125'

3. ESTIMATED DEPTHS OF ANTICIPATED WATER. OIL, GAS OR MINERALS

Formation	Depth	Type
Wasatch Tongue	3,825'	Oil
Uteland Limestone	4,180'	Oil
Wasatch	4,325'	Gas
Chapita Wells	5,245'	Gas
Uteland Buttes	6,335'	Gas
Mesaverde	7,125'	Gas

4. PROPOSED CASING PROGRAM

All casing used to drill this well will be new casing.

Type	Size	Weight	Grade	Conn.	Top	Bottom	Hole
Surface	8-5/8"	32.0 ppf	J-55	STC	0'	2,000'	12-1/4"
Production	5-1/2"	17.0 ppf	MAV-80	LTC	0'	8,000'	7-7/8"

Note: The drilled depth of the surface hole and the setting depth of the surface casing may vary from 1,700' to 2,000'. Should a lost circulation zone be encountered while drilling, casing will be set approximately 300' below the lost circulation zone. If no lost circulation zone is encountered, casing to be set at 2,000'±.

DRILLING PLAN

APPROVAL OF OPERATIONS

5. OPERATOR'S MINIMUM SPECIFICATIONS FOR PRESSURE CONTROL

Surface hole: No BOPE will be utilized. Air foam mist, rotating head and diverter system will be utilized.
Production hole: Prior to drilling out the surface casing shoe, 3,000 psi or greater BOP equipment will be installed. The pipe rams will be operated at least once per day from intermediate casing to total depth. The blind rams will be tested once per day from intermediate casing to total depth if operations permit.

A diagram of the planned BOP equipment for normal drilling operations in this area is attached. As denoted there will be two valves and one check valve on the kill line, two valves on the choke line, and two adjustable chokes on the manifold system. The BOP "stack" will consist of two BOP rams (1 pipe, 1 blind) and one annular type preventer, all rated to a minimum of 3,000 psi working pressure.

The BOP equipment will be pressure tested prior to drilling below the intermediate casing shoe. All test pressures will be maintained for fifteen (15) minutes without any significant pressure decrease. Clear water will be circulated into the BOP stack and lines prior to pressure testing. The following test pressures will be used as a minimum for various equipment items.

1.	Annular BOP	1,500 psi
2.	Ram type BOP	3,000 psi
3.	Kill line valves	3,000 psi
4.	Choke line valves and choke manifold valves	3,000 psi
5.	Chokes	3,000 psi
6.	Casing, casinghead & weld	1,500 psi
7.	Upper kelly cock and safety valve	3,000 psi
8.	Dart valve	3,000 psi

6. MUD SYSTEMS

- An air or an air/mist system may be used to drill to drill the surface hole until water influx becomes too great.
- KCL mud system will be used to drill well.

Depths	Mud Weight (ppg)	Mud System
0' – 2,000'	8.4	Air foam mist, rotating head and diverter
2,000' – 8,000'	8.6	Fresh water/2% KCL/KCL mud system

7. BLOOIE LINE

- An automatic igniter will not be installed on blooie line. The blooie will have a contant ignition source.
- A "target tee" connection will be installed on blooie line for 90° change of directions for abrasion resistance.
- "Target tee" connections will be a minimum of 50' from wellhead.
- The blooie line discharge will be a minimum of 100' from the wellhead.

8. AUXILIARY EQUIPMENT TO BE USED

a. Kelly cock.
b. Full opening valve with drill pipe connection will be kept on floor. Valve will be used when the kelly is not in string.

9. TESTING, LOGGING, AND CORING PROGRAMS TO BE FOLLOWED

- A drillstem test in the Wasatch Tongue is possible.
- One electric line wire-log will be run from total depth to surface casing.
- The gamma ray will be left on to record from total depth to surface casing.
- Other log curves (resistivities, porosity, and caliper) will record from total depth to surface casing.
- A dipmeter, percussion cores, or rotary cores may be run over selected intervals.

10. ANTICIPATED ABNORMAL PRESSURES OR TEMPERATURES EXPECTED

- Expected BHP 1,500–2,000 psi (lower than normal pressure gradient).
- No abnormal temperature or pressures are anticipated.
- The formations to be penetrated do not contain known H2S gas.

DRILLING PLAN

APPROVAL OF OPERATIONS

11. WATER SUPPLY
- No water pipelines will be laid for this well.
- No water well will be drilled for this well.
- Drilling water for this will be hauled on the road(s) shown in Attachment No. 3.
- Water will be hauled from: Water Permit # 43-10447 Section 9, Township 8 South, Range 20 East

12. CEMENT SYSTEMS

a. Surface Cement:
- Drill 12-1/4" hole to 2,000'±, run and cement 8-5/8" to surface (depth to vary based on depth of lost circulation zone).
- Pump 20 bbls lightly weighted water spacer followed by 5 bbls fresh water. Displace with any available water.
- Casing to be run with: a) guide shoe b) insert float c) three (3) centralizers, one on each of first 3 joints d) stop ring for plug two joints off bottom e) bottom three joints thread locked f) pump job with bottom plug only.
- Cement the casing annulus to surface. Top out jobs to be performed if needed. Depending to depth of top of cement in the annulus, a 1" tubing string may or may not be utilized.

Type	Sacks	Interval	Density	Yield	Hole Volume	Cement Volume	Excess
Lead	252	0'–1,500'	11.0 ppg	3.82 CFS	619 CF	835 CF	35%
Tail	219	1,500'–2,000'	15.6 ppg	1.18 CFS	220 CF	297 CF	35%
Top Out	100	0'-200'	15.6 ppg	1.18 CFS	95 CF	118 CF	24% (if required)

Lead Mix: Premium Plus V blend. Blend includes Class "G" cement, gel, salt, gilsonite.
Slurry yield: 3.82 cf/sack Slurry weight: 11.00 #/gal.
Water requirement: 22.95 gal/sack

Tail Mix: Class "G" Cement, 1/4 lb/sk Cellophane Flakes + 2% bwoc Calcium Chloride + 44.3% fresh water.
Slurry yield: 1.18 cf/sack Slurry weight: 15.60 #/gal.
Water requirement: 5.2 gal/sack

Top Out: Class "G" Cement, 1/4 lb/sk Cellophane Flakes + 2% bwoc Calcium Chloride + 44.3% fresh water.
Slurry yield: 1.18 cf/sack Slurry weight: 15.60 #/gal.
Water requirement: 5.2 gal/sack

c. Production Casing Cement:
- Drill 7-7/8" hole to 8,000'±, run and cement 5 1/2".
- Cement interface is at 4,000', which is typically 500'-1,000' above shallowest pay.
- Pump 20 bbl Mud Clean II unweighted spacer, followed by 20 Bbls fresh H20 spacer.
- Displace with 3% KCL.

Type	Sacks	Interval	Density	Yield	Hole Volume	Cement Volume	Excess
Lead	160	3,700'–4,700'	11.5 ppg	3.12 CFS	175 CF	350 CF	100%
Tail	435	4,700'–8,000'	13.0 ppg	1.75 CFS	473 CF	946 CF	100%

Note: A caliper log will be ran to determine cement volume requirements.

Lead Mix: Halliburton Prem Plus V blend. Blend includes Class "C" cement, gel, salt, gilsonite, EX-1 and HR-7.
Slurry yield: 3.12 cf/sack Slurry weight: 11.60 #/gal.
Water requirement: 17.71 gal/sack
Compressives @ 130°F: 157 psi after 24 hours

Tail Mix: Halliburton HLC blend (Prem Plus V/JB flyash). Blend includes Class "G" cement, KCl, EX-1, Halad 322, & HR-5.
Slurry yield: 1.75 cf/sack Slurry weight: 13.00 #/gal.
Water requirement: 9.09 gal/sack
Compressives @ 165°F: 905 psi after 24 hours

13. ANTICIPATED STARTING DATE AND DURATION OF THE OPERATIONS
Starting Date: August 1, 2005
Duration: 14 Days

SURFACE USE PLAN

CONDITIONS OF APPROVAL

Attachment for Permit to Drill

Name of Operator:	Dominion Exploration & Production
Address:	14000 Quail Springs Parkway, Suite 600 Oklahoma City, OK 73134
Well Location:	HCU 13-28F 149' FSL & 588' FWL Section 28-10S-20E Uintah County, UT

The dirt contractor will be provided with an approved copy of the surface use plan of operations before initiating construction.

The onsite inspection for the referenced well was conducted on Wednesday, February 9, 2005 at approximately 1:00 pm. In attendance at the onsite inspection were the following individuals:

Ken Secrest	Foreman	Dominion E & P, Inc.
Brandon Bowthorpe	Surveyor	Uintah Engineering and Land Surveying
Jesse Merkley	Surveyors Helper	Uintah Engineering and Land Surveying
Stan Olmstead	Nat. Res. Prot. Spec.	Bureau of Land Management – Vernal
Don Hamilton	Permitting Agent	Buys & Associates, Inc.

1. Existing Roads:

   a. The proposed well site is located approximately 12.23 miles south of Ouray, UT.

   b. Directions to the proposed well site have been attached at the end of Exhibit B.

   c. The use of roads under State and County Road Department maintenance are necessary to access the Hill Creek Unit. However, an encroachment permit is not anticipated since no upgrades to the State or County Road system are proposed at this time.

   d. All existing roads will be maintained and kept in good repair during all phases of operation.

   e. Vehicle operators will obey posted speed restrictions and observe safe speeds commensurate with road and weather conditions.

   f. Since no improvements are anticipated to the State, County, Tribal or BLM access roads no topsoil striping will occur.

   g. An off-lease federal Right-of-Way is not anticipated for the access road or utility corridor since both are located within the existing Hill Creek Unit boundary.

2. Planned Access Roads:

a. From the proposed road that will access the HCU 10-28F an access is proposed trending northwest approximately 0.1 miles to the proposed well site. The access consists of entirely new disturbance and crosses no significant drainages. A road design plan is not anticipated at this time.

b. The proposed access road will consist of a 14' travel surface within a 30' disturbed area.

c. BLM approval to construct and utilize the proposed access road is requested with this application.

d. A maximum grade of 10% will be maintained throughout the project with no cuts and fills required to access the well.

e. No turnouts are proposed since the access road is only 0.1 miles long and adequate site distance exists in all directions.

f. No culverts or low water crossings are anticipated. Adequate drainage structures will be incorporated into the road.

g. No surfacing material will come from federal or Indian lands.

h. No gates or cattle guards are anticipated at this time.

i. Surface disturbance and vehicular travel will be limited to the approved location access road.

j. All access roads and surface disturbing activities will conform to the standards outlined in the Bureau of Land Management and Forest Service publication: Surface Operating Standards for Oil and Gas Exploration and Development, (1989).

k. The operator will be responsible for all maintenance of the access road including drainage structures.

3. Location of Existing Wells:

a. Following is a list of existing wells within a one mile radius of the proposed well:

i.	Water wells	None
ii.	Injection wells	None
iii.	Disposal wells	None
iv.	Drilling wells	None
v.	Temp. shut-in wells	1
vi.	Producing wells	7
vii.	Abandon wells	None

b. Exhibit B has a map reflecting these wells within a one mile radius of the proposed well.

4. Location of Production Facilities:

a. All permanent structures will be painted a flat, non-reflective Desert Brown to match the standard environmental colors. All facilities will be painted within six months of installation. Facilities required to comply with the Occupational Safety and Health Act (OSHA) may be excluded.

b. Site security guidelines identified in 43 CFR 3163.7-5 and Onshore Oil and Gas Order No. 3 will be adhered to.

c. A gas meter run will be constructed and located on lease within 500 feet of the wellhead. Meter runs will be housed and/or fenced. All gas production and measurement shall comply with the provisions of 43 CFR 3162. 7-3, Onshore Oil and Gas Order No. 5, and American Gas Association (AGA) Report No. 3.

d. A tank battery will be constructed on this location; it will be surrounded by a dike of sufficient capacity to contain the storage capacity of the largest tank. All loading lines and valves will be placed inside the berm surrounding the tank battery. All liquid hydrocarbons production and measurement shall conform to the provisions of 43 CFR 3162.7-3 and Onshore Oil and Gas Order No. 4 and Onshore Oil and Gas Order No. 5 for natural gas production and measurement.

e. Any necessary pits will be properly fenced to prevent any wildlife and livestock entry.

f. All access roads will be maintained as necessary to prevent erosion and accommodate year-round traffic. The road will be maintained in a safe useable condition.

g. The site will require periodic maintenance to ensure that drainages are kept open and free of debris, ice, and snow, and that surfaces are properly treated to reduce erosion, fugitive dust, and impacts to adjacent areas.

h. A gas pipeline is associated with this application and is being applied for at this time. The proposed gas pipeline corridor will leave the east side of the well site and traverse 1,400' northeast to the proposed pipeline that will service the HCU 10-28F.

i. The new gas pipeline will be a 10" or less steel surface line within a 20' wide utility corridor. The use of the proposed well site and access roads will facilitate the staging of the pipeline construction. A new pipeline length of approximately 1,400' is associated with this well.

j. Dominion intends on installing the pipeline on the surface by welding many joints into long lengths, dragging the long lengths into position and then completing a final welding pass to join the long lengths together. Dominion intends on connecting the pipeline together utilizing conventional welding technology.

5. Location and Type of Water Supply:

a. The location and type of water supply has been addressed as number 11 within the previous drilling plan information.

6. Source of Construction Material:

a. The use of materials will conform to 43 CFR 3610.2—3.

b. No construction materials will be removed from Ute Tribal or BLM lands.

c. If any gravel is used, it will be obtained from a state approved gravel pit.

7. Methods of Handling Waste Disposal:

a. All wastes associated with this application will be contained and disposed of utilizing approved facilities.

b. Drill cuttings will be contained and buried on site.

c. The reserve pit will be located outboard of the location and along the south side of the pad.

d. The reserve pit will be constructed so as not to leak, break, or allow any discharge.

e. The reserve pit will be lined with 12 mil minimum thickness plastic nylon reinforced liner material. The liner will overlay a felt liner pad only if rock is encountered during excavation. The pit liner will overlap the pit walls and be covered with dirt and/or rocks to hold it in place. No trash, scrap pipe, etc., that could puncture the liner will be disposed of in the pit. Pit walls will be sloped no greater than 2:1. A minimum 2-foot freeboard will be maintained in the pit at all times during the drilling and completion operation.

f. The reserve pit has been located in cut material. Three sides of the reserve pit will be fenced before drilling starts. The fourth side will be fenced as soon as drilling is completed, and shall remain until the pit is dry. After the reserve pit has dried, all areas not needed for production will be rehabilitated.

g. No chemicals subject to reporting under SARA Title III (hazardous materials) in an amount greater than 10,000 pounds will be used, produced, stored, transported, or disposed of annually in association with the drilling, testing, or completion of the well. Furthermore, no extremely hazardous substances, as defined in 40 CFR 355, in threshold planning quantities, will be used, produced, stored, transported, or disposed of in association with the drilling, testing, or completion of the well.

h. Trash will be contained in a trash cage and hauled away to an approved disposal site as necessary but no later than at the completion of drilling operations. The contents of the trash container will be hauled off periodically to the approved Uintah County Landfill near Vernal, Utah.

i. Produced fluids from the well other than water will be produced into a test tank until such time as construction of production facilities is completed. Any spills of oil, gas, salt water or other produced fluids will be cleaned up and removed.

j. After initial clean-up, a 400 bbl tank will be installed to contain produced waste water. This water will be transported from the tank to an approved Dominion disposal well for disposal.

k. **Produced water from the production well will be disposed of at the RBU 13-11F or RBU 16-19F disposal wells in accordance with Onshore Order #7.**

l. Any salts and/or chemicals, which are an integral part of the drilling system, will be disposed

of in the same manner as the drilling fluid.

m. Sanitary facilities will be on site at all times during operations. Sewage will be placed in a portable chemical toilet and the toilet replaced periodically utilizing a licensed contractor to transport by truck the portable chemical toilet so that its contents can be delivered to the Vernal Wastewater Treatment Facility in accordance with state and county regulations.

8. Ancillary Facilities:

a. Garbage Containers and Portable Toilets are the only ancillary facilities proposed in this application.

9. Well Site Layout: (See Exhibit B)

a. The well will be properly identified in accordance with 43 CFR 3162.6.

b. Access to the well pad will be from the east.

c. The pad and road designs are consistent with BLM and Tribal specification

d. A pre-construction meeting with responsible company representative, contractors, and the BLM will be conducted at the project site prior to commencement of surface-disturbing activities. The pad and road will be construction-staked prior to this meeting.

e. The pad has been staked at its maximum size of 355' X 200'; however it will be constructed smaller if possible, depending upon rig availability. Should the layout change, this application will be amended and approved utilizing a sundry notice.

f. All surface disturbing activities, will be supervised by a qualified, responsible company representative who is aware of the terms and conditions of the APD and specifications in the approved plans.

g. All cut and fill slopes will be such that stability can be maintained for the life of the activity.

h. Diversion ditches will be constructed as shown around the well site to prevent surface waters form entering the well site area.

i. The site surface will be graded to drain away from the pit to avoid pit spillage during large storm events.

j. The stockpiled topsoil (first 6 inches or maximum available) will be stored in a windrow on the uphill side of the location to prevent any possible contamination. All topsoil will be stockpiled for reclamation in such a way as to prevent soil loss and contamination.

k. Pits will remain fenced until site cleanup.

l. The blooie line will be located at least 100 feet from the well head.

m. Water injection may be implemented if necessary to minimize the amount of fugitive dust.

10. Plans for Restoration of the Surface:

a. Site reclamation for a producing well will be accomplished for portions of the site not required for the continued operation of the well.

b. The Operator will control noxious weeds along access road use authorizations, pipeline route authorizations, well sites, or other applicable facilities by spraying or mechanical removal. A list of noxious weeds may be obtained from the BLM or the appropriate County Extension Office. On Ute Tribal and BLM administered land, it is required that a Pesticide Use Proposal be submitted and approved prior to the application of herbicides, pesticides or possibly hazardous chemicals.

c. Upon well completion, any hydrocarbons in the pit shall be removed in accordance with 43 CFR 3162.7-1.Once the reserve pit is dry, the plastic nylon reinforced liner shall be torn and perforated before backfilling of the reserve pit. The reserve pit and that portion of the location not needed for production facilities/operations will be recontoured to the approximate natural contours.

d. The cut and fill slopes and all other disturbed areas not needed for the production operation will be top soiled and re-vegetated. The stockpiled topsoil will be evenly distributed over the disturbed area.

e. Prior to reseeding the site, all disturbed areas, including the access road, will be scarified and left with a rough surface. The site will then be seeded and/or planted as prescribed by the BLM. The BLM recommended seed mix will is 4# Shads Scale, 4# Galletta Grass, 2# Matt Salt Brush and 2# Indian Rice Grass

11. Surface and Mineral Ownership:

a. Surface Ownership – Federal under the management of the Bureau of Land Management - Vernal Field Office, 170 South 500 East, Vernal, Utah 84078; 435-781-4400.

b. Mineral Ownership – Federal under the management of the Bureau of Land Management - Vernal Field Office, 170 South 500 East, Vernal, Utah 84078; 435-781-4400.

12. Other Information:

a. AIA Archaeological will conduct a Class III archeological survey once snow cover is gone. A copy of the report will be submitted under separate cover to the appropriate agencies by AIA Archaeological.

b. Our understanding of the results of the onsite inspection are:

    a. No drainage crossings that require additional State or Federal approval are being crossed.

    b. A biological review by the BLM in the spring will be necessary to confirm the presence of threatened and endangered flora and fauna species.

    c. No raptor habitat is known to exist within 1 mile of the proposed wellsite.

13. Operator's Representative and Certification

Title	Name	Office Phone
Company Representative (Roosevelt)	Mitchiel Hall	1-435-722-4521
Company Representative (Oklahoma)	Carla Christian	1-405-749-5263
Agent for Dominion	Don Hamilton	1-435-637-4075

Certification:

I hereby certify that I, or persons under my direct supervision, have inspected the proposed drill site and access route; that I am familiar with the conditions which currently exists; that the statements made in this APD package are, to the best of my knowledge, true and correct; and that the work associated with the operations proposed herein will be performed by Dominion Exploration & Production, Inc. and its contractors and subcontractors in conformity with this APD package and the terms and conditions under which it is approved. I also certify responsibility for the operations conducted on that portion of the leased lands associated with this application, with bond coverage being provided under Dominion's BLM bond. This statement is subject to the provisions of 18 U.S.C. 1001 for the filing of a false statement.

Signature: Don Hamilton Date: 2-18-05

DOMINION EXPLR. & PROD., INC.
HCU #13-28F
SECTION 28, T10S, R20E, S.L.B.&M.

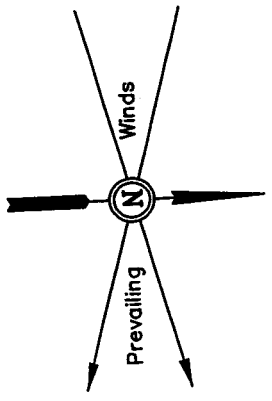
PROCEED IN A WESTERLY DIRECTION FROM VERNAL, UTAH ALONG U.S. HIGHWAY 40 APPROXIMATELY 14.0 MILES TO THE JUNCTION OF STATE HIGHWAY 88; EXIT LEFT AND PROCEED IN A SOUTHERLY DIRECTION APPROXIMATELY 17.0 MILES TO OURAY, UTAH; PROCEED IN A SOUTHERLY, THEN SOUTHEASTERLY DIRECTION APPROXIMATELY 9.1 MILES ON THE SEEP RIDGE ROAD TO THE JUNCTION OF THIS ROAD AND AN EXISTING ROAD TO THE SOUTH; TURN RIGHT AND PROCEED IN A SOUTHERLY DIRECTION APPROXIMATELY 7.4 MILES TO THE JUNCTION OF THIS ROAD AND AN EXISTING ROAD TO THE SOUTHWEST; TURN RIGHT AND PROCEED IN A SOUTHWESTERLY DIRECTION APPROXIMATELY 0.45 MILES TO THE JUNCTION OF THIS ROAD AND AN EXISTING ROAD TO THE NORTH; TURN RIGHT AND PROCEED IN A NORTHERLY DIRECTION APPROXIMATELY 0.6 MILES TO THE JUNCTION OF THIS ROAD AND AN EXISTING TWO-TRACK ROAD TO THE NORTHWEST; TURN RIGHT AND PROCEED IN A NORTHWESTERLY DIRECTION APPROXIMATELY 0.3 MILES TO THE BEGINNING OF THE PROPOSED ACCESS FOR THE #10-28F TO THE NORTHWEST; FOLLOW ROAD FLAGS IN A NORTHWESTERLY, THEN WESTERLY, THEN NORTHERLY, THEN NORTHEASTERLY DIRECTION APPROXIMATELY 2.8 MILES TO THE BEGINNING OF THE PROPOSED ACCESS TO THE NORTHWEST; FOLLOW ROAD FLAGS IN A NORTHWESTERLY DIRECTION APPROXIMATELY 0.1 MILES TO THE PROPOSED LOCATION.

TOTAL DISTANCE FROM VERNAL, UTAH TO THE PROPOSED WELL LOCATION IS APPROXIMATELY 51.8 MILES.

DOMINION EXPLR. & PROD., INC.

LOCATION LAYOUT FOR

HCU #13-28F
SECTION 28, T10S, R20E, S.L.B.&M.
149' FSL 588' FWL



SCALE: 1" = 50'
DATE: 1-26-05
Drawn By: K.G.

C-1.7'
El. 207.2'

F-7.5'
El. 198.0'

Sta. 3+55

Round Corners as Needed

F-0.9'
El. 204.6'

65'

DATA

Topsoil Stockpile

Approx. Top of Cut Slope

175'

CATWALK

PIPE RACKS

NOTE:
Flare Pit is to be located a min. of 100' from the Well Head.

Pit Topsoil

FLARE PIT

El. 210.1'
C-4.6'

El. 208.9'
C-3.4'

C-1.7'
El. 207.2'

20' WIDE BENCH

30'

35'

RIG

DOG HOUSE

135'

Sta. 1+80

El. 211.5'
C-14.0'
(btm. pit)

100'

Total Pit Capacity
W/2' of Freeboard
= 10,750 Bbls. ±
Total Pit Volume
= 3,120 Cu. Yds.

Slope = 1-1/2:1

MUD TANKS

WATER

TRAILER

F-4.0'
El. 201.5'

PUMP

TOILET

MUD SHED

Reserve Pit Backfill & Spoils Stockpile

10' WIDE BENCH

140'

Sta. 1+10

HOPPER

FUEL

POWER

TRASH

RESERVE PITS
(8' Deep)

TOOLS

FUEL

Sta. 0+52

Approx. Toe of Fill Slope

El. 210.8'
C-13.3'
(btm. pit)

20' WIDE BENCH

C-0.4'
El. 205.9'

180'

STORAGE TANK

F-1.7'
El. 203.8'

40'

Sta. 0+00

C-0.5'
El. 206.0'

Proposed Access Road

F-6.3'
El. 199.2'

REGISTERED LAND SURVEYOR
No. 161319
ROBERT L. KAY
STATE OF UTAH

Elev. Ungraded Ground at Location Stake = 5207.2'
Elev. Graded Ground at Location Stake = 5205.5'

UINTAH ENGINEERING & LAND SURVEYING
85 So. 200 East * Vernal, Utah 84078 * (435) 789-1017

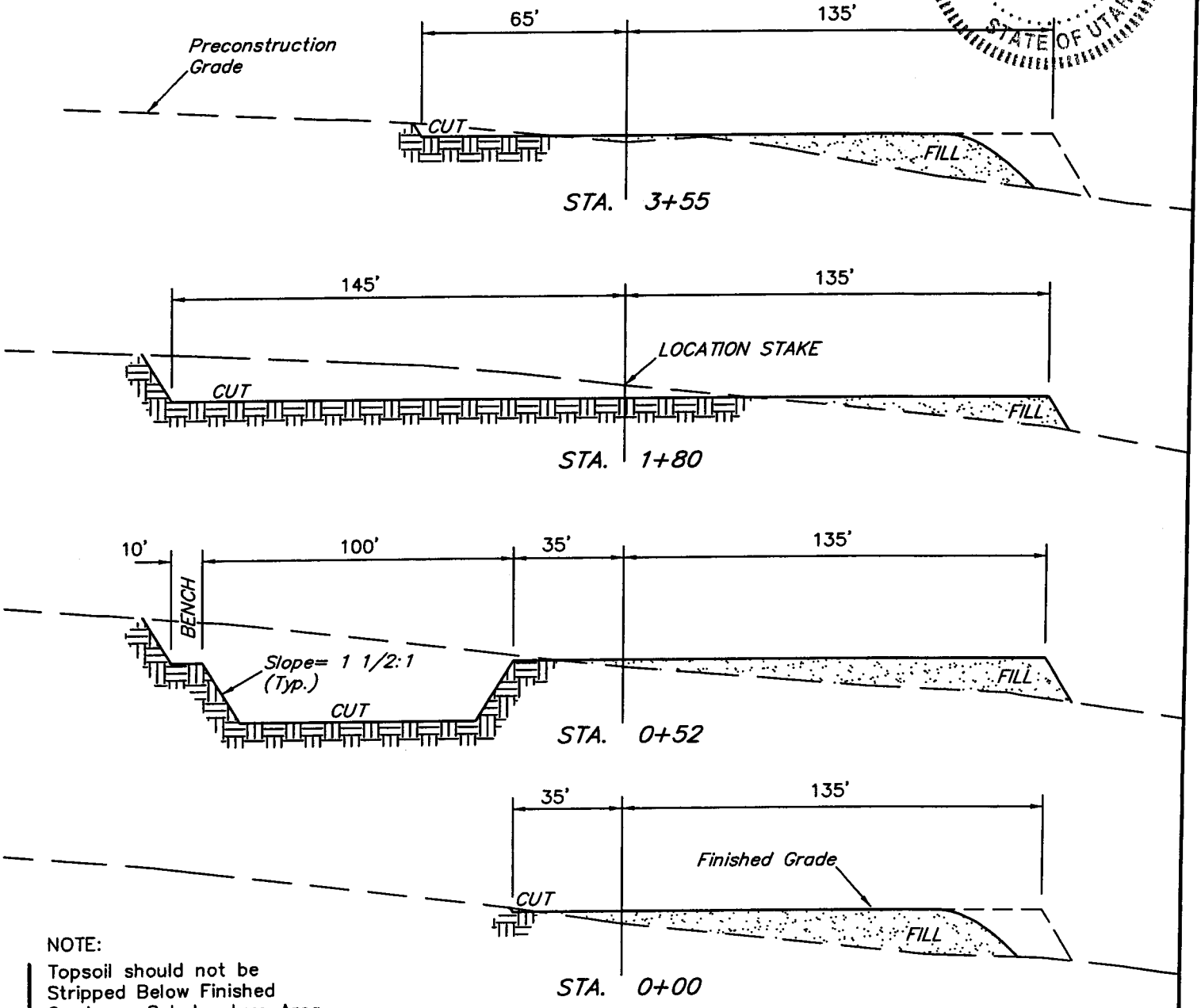
DOMINION EXPLR. & PROD., INC.

TYPICAL CROSS SECTIONS FOR

HCU #13-28F
SECTION 28, T10S, R20E, S.L.B.&M.
149' FSL 588' FWL

1" = 20'
X-Section Scale
1" = 50'
DATE: 1-26-05
Drawn By: K.G.

REGISTERED LAND SURVEYOR
No. 161319
ROBERT L. KAY
STATE OF UTAH



NOTE:
Topsoil should not be Stripped Below Finished Grade on Substructure Area.

APPROXIMATE YARDAGES

CUT

(6") Topsoil Stripping = 1,790 Cu. Yds.

Remaining Location = 7,250 Cu. Yds.

TOTAL CUT = 9,040 CU.YDS.

FILL = 5,690 CU.YDS.

* NOTE:
FILL QUANTITY INCLUDES 5% FOR COMPACTION

EXCESS MATERIAL = 3,350 Cu. Yds.

Topsoil & Pit Backfill (1/2 Pit Vol.) = 3,350 Cu. Yds.

EXCESS UNBALANCE (After Rehabilitation) = 0 Cu. Yds.

UINTAH ENGINEERING & LAND SURVEYING
85 So. 200 East * Vernal, Utah 84078 * (435) 789-1017

DOMINION EXPLR. & PROD., INC.

HCU #13-28F

LOCATED IN UINTAH COUNTY, UTAH
SECTION 28, T10S, R20E, S.L.B.&M.

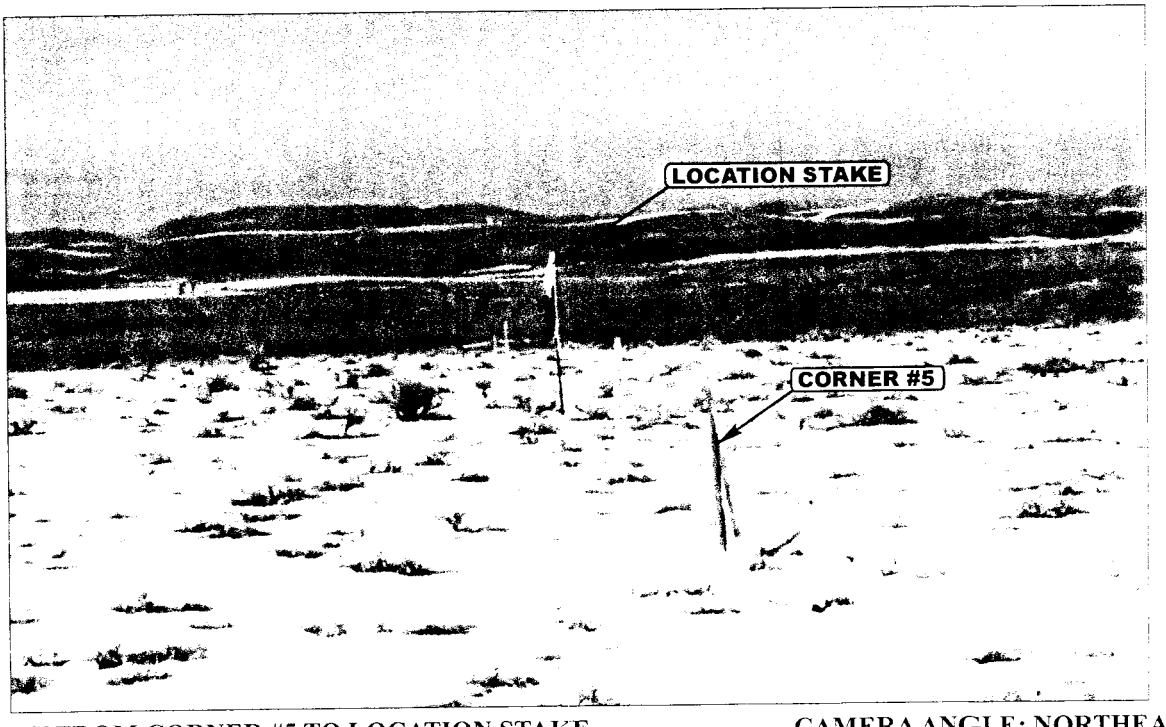


PHOTO: VIEW FROM CORNER #5 TO LOCATION STAKE **CAMERA ANGLE: NORTHEASTERLY**

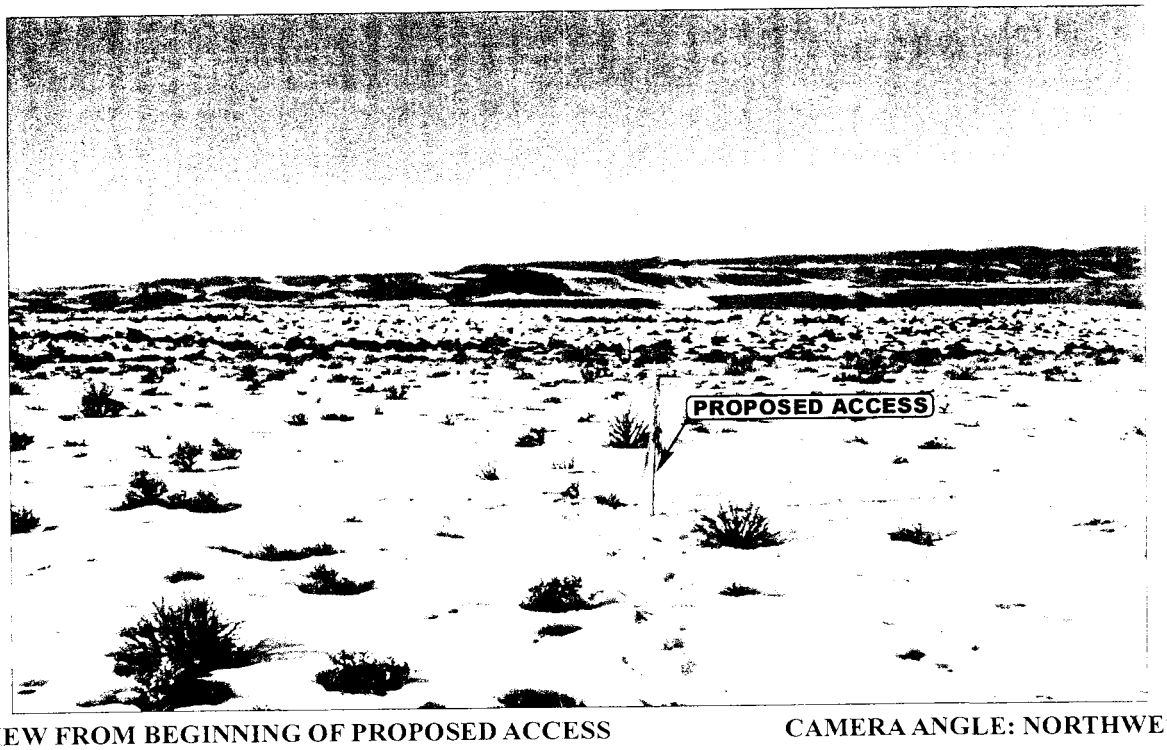
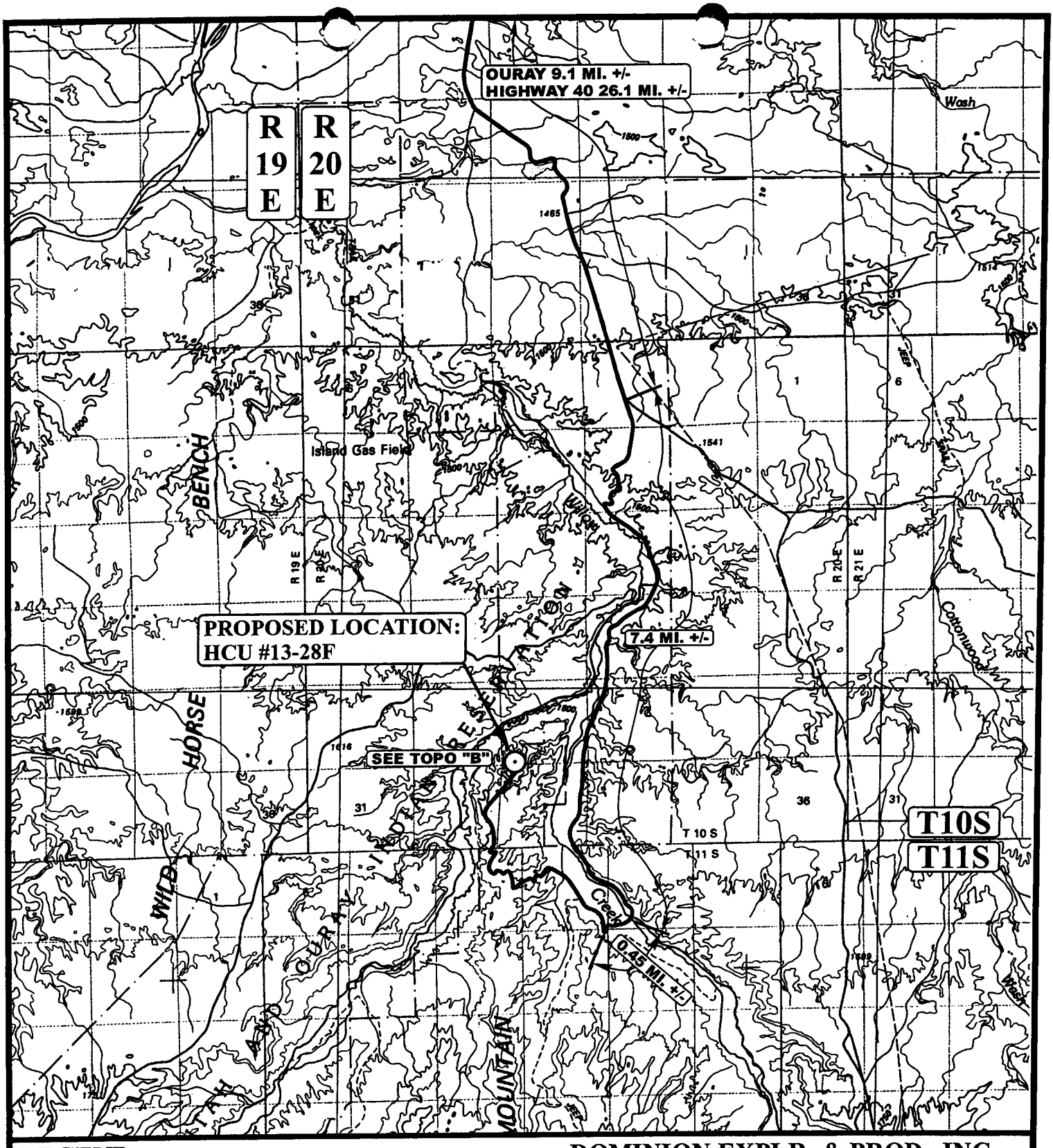


PHOTO: VIEW FROM BEGINNING OF PROPOSED ACCESS **CAMERA ANGLE: NORTHWESTERLY**

Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
435-789-1017 uels@uelsinc.com
- Since 1964 -

LOCATION PHOTOS	01 MONTH	25 DAY	05 YEAR	PHOTO
TAKEN BY: B.B.	DRAWN BY: C.P.	REVISED: 00-00-00		



LEGEND:

⊙ PROPOSED LOCATION

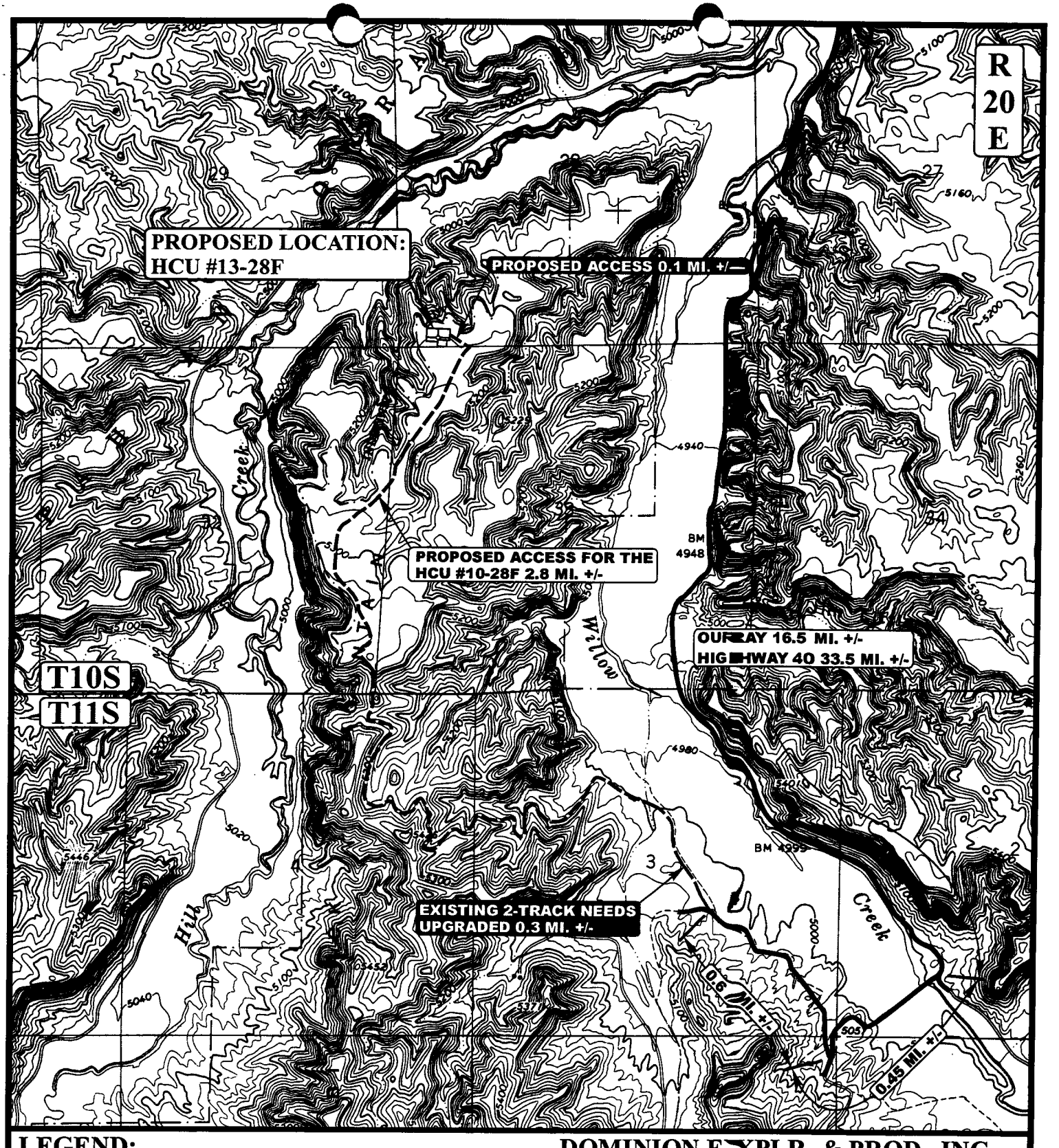
N

DOMINION EXPLR. & PROD., INC.

HCU #13-28F
SECTION 28, T10S, R20E, S.L.B.&M.
149' FSL 588' FWL

Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813

TOPOGRAPHIC MAP	01 MONTH	25 DAY	05 YEAR	A TOPO
SCALE: 1:100,000	DRAWN BY: C.P.	REVISED: 00-00-00		



LEGEND:

EXISTING ROAD

PROPOSED ACCESS ROAD

EXISTING 2-TRACK NEEDS UPGRADED

N

DOMINION EXPLR. & PROD., INC.

HCU #13-28F

SECTION 28, T10S, R20E, S.L.B.&M.

149' FSL 588' FWL

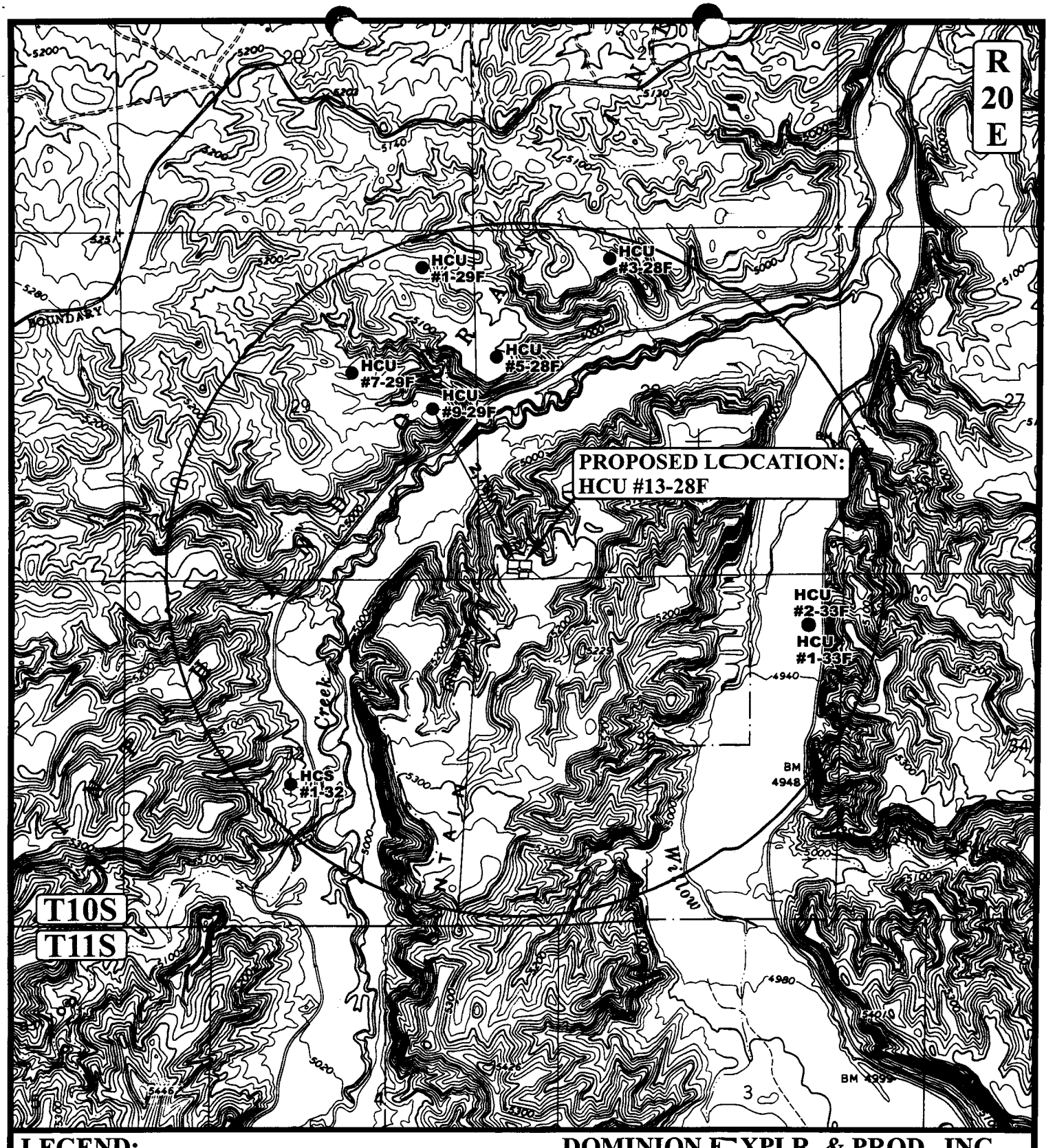
Uintah Engineering & Land Surveying

85 South 200 East Vernal, Utah 84078

(435) 789-1017 * FAX (435) 789-1813

TOPOGRAPHIC MAP	01 MONTH	25 DAY	05 YEAR
SCALE: 1" = 2000'	DRAWN BY: C.P.	REVISED: 00-00-00	

B TOPO



LEGEND:

- DISPOSAL WELLS
- PRODUCING WELLS
- SHUT IN WELLS
- WATER WELLS
- ABANDONED WELLS
- TEMPORARILY ABANDONED

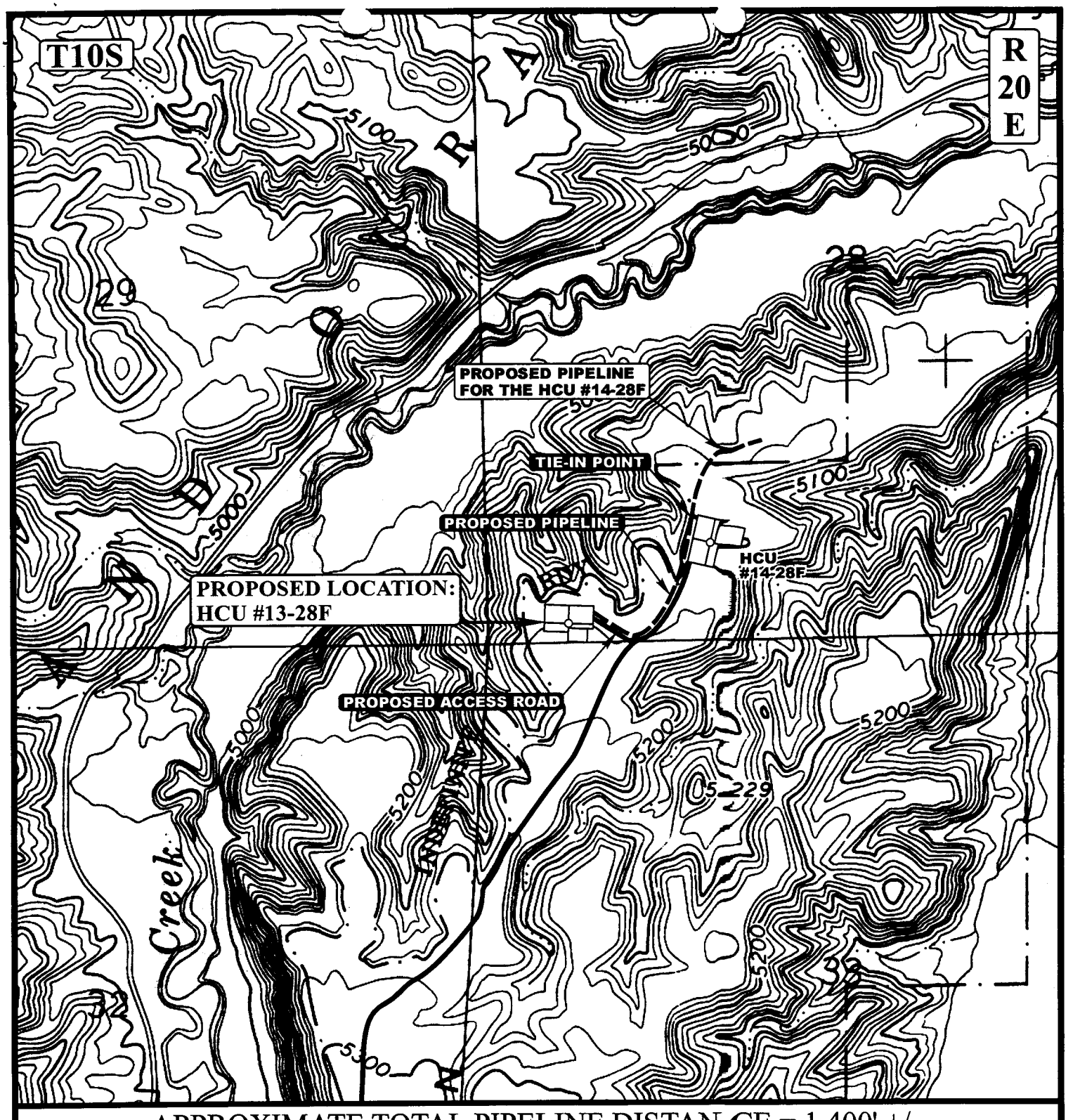
N

DOMINION EXPLR. & PROD., INC.

HCU #13-28F
SECTION 28, T10S, R20E, S.L.B.&M.
149' FSL 588' FWL

Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813

TOPOGRAPHIC MAP	01 MONTH	25 DAY	05 YEAR
SCALE: 1" = 2000'	DRAWN BY: C.P.	REVISED: 00-00-00	C TOPO



APPROXIMATE TOTAL PIPELINE DISTAN CE = 1,400' +/-

LEGEND:

PROPOSED ACCESS ROAD
EXISTING PIPELINE
PROPOSED PIPELINE

N

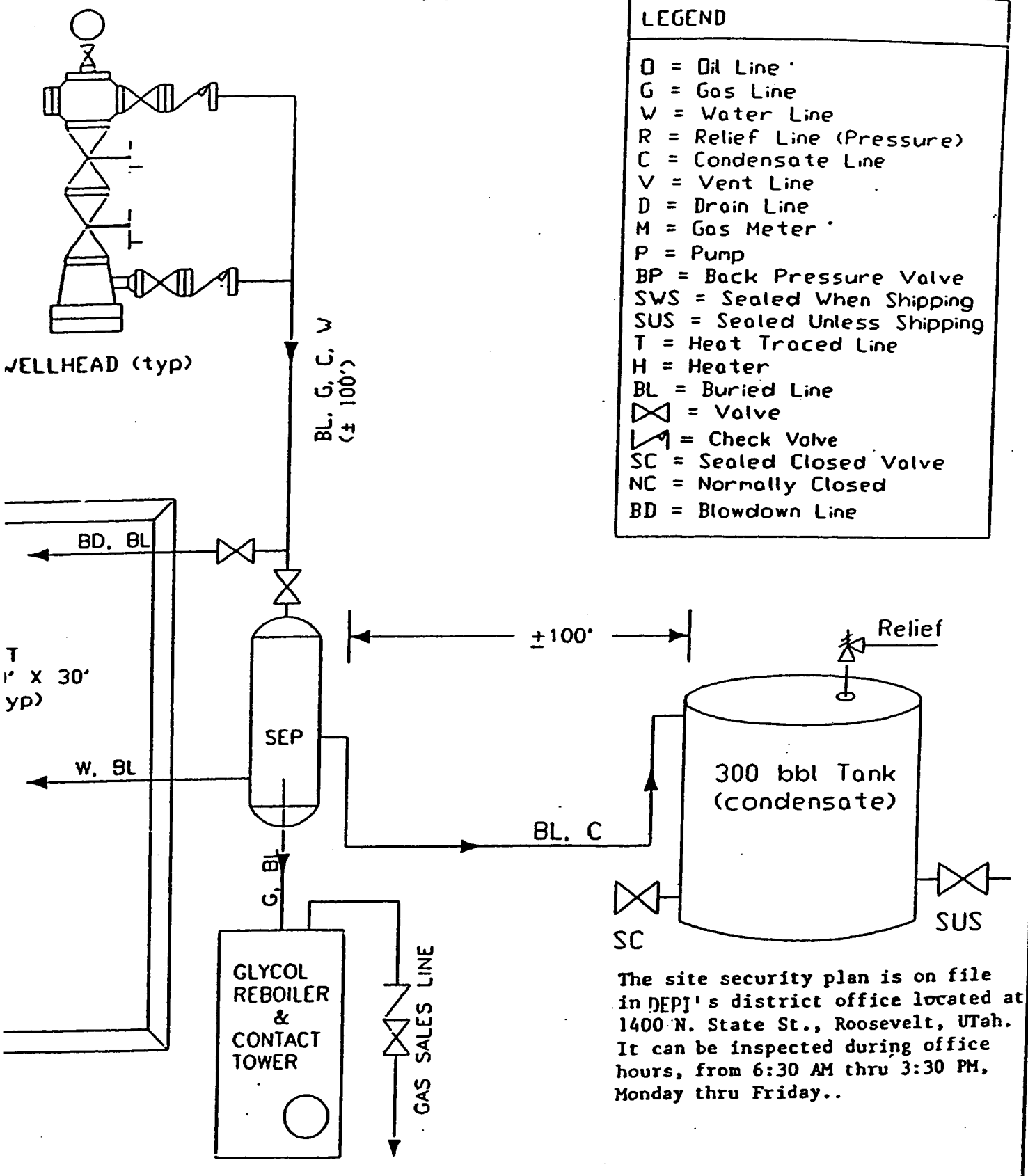
DOMINION EXPLR. & PROD., INC.

HCU #13-28F
SECTION 28, T10S, R20E, S.L.B.&M.
1499' FSL 588' FWL

Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813

TOPOGRAPHIC MAP	01 MONTH	25 DAY	05 YEAR	D TOPO
SCALE: 1" = 1000'	DRAWN BY: C.P.	REVISED: 00-00-00		

CONFIDENTIAL

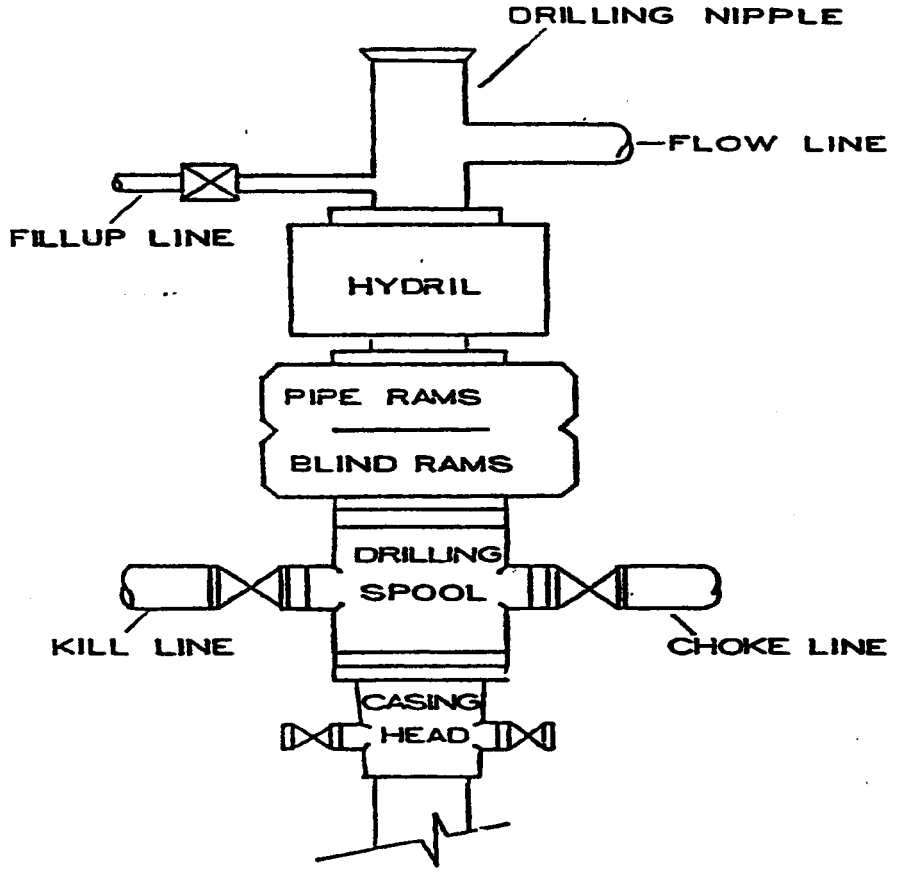


The site security plan is on file in DEPI's district office located at 1400 N. State St., Roosevelt, UTah. It can be inspected during office hours, from 6:30 AM thru 3:30 PM, Monday thru Friday..

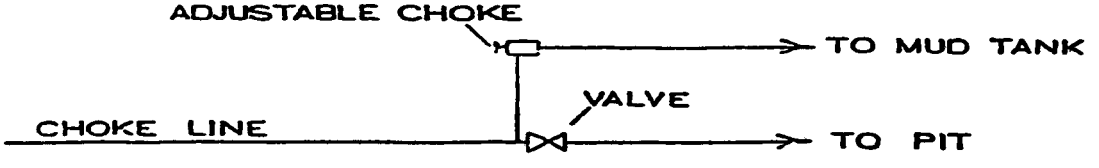
DOMINION EXPLORATION & PRODUCTION, INC.

		not to scale
DWSEP	TYPICAL FLOW DIAGRAM	date: / /

BOP STACK



CHOKE MANIFOLD



004

WORKSHEET

APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 02/23/2005

API NO. ASSIGNED: 43-047-36320

WELL NAME: HCU 13-28F

OPERATOR: DOMINION EXPL & PROD (N1095)

CONTACT: DON HAMILTON

PHONE NUMBER: 435-650-1886

PROPOSED LOCATION:

SWSW 28 100S 200E

SURFACE: 0149 FSL 0588 FWL

BOTTOM: 0149 FSL 0588 FWL

UINTAH

NATURAL BUTTES (630)

LEASE TYPE: 1 - Federal

LEASE NUMBER: U-28203

SURFACE OWNER: 1 - Federal

PROPOSED FORMATION: MVRD

COALBED METHANE WELL? NO

INSPECT LOCATN BY: / /

Tech Review	Initials	Date
Engineering		
Geology		
Surface		

LATITUDE: 39.91137

LONGITUDE: -109.6763

RECEIVED AND/OR REVIEWED:

✓ Plat

✓ Bond: Fed[1] Ind[] Sta[] Fee[]
(No. 76S630500330)

N Potash (Y/N)

Y Oil Shale 190-5 (B) or 190-3 or 190-13

✓ Water Permit
(No. 43-10447)

N RDCC Review (Y/N)
(Date:)

NA Fee Surf Agreement (Y/N)

LOCATION AND SITING:

___ R649-2-3.

Unit HILL CREEK

___ R649-2-3. General

Siting: 460 From Qtr/Qtr & 920' Between Wells

___ R649-3-3. Exception

✓ Drilling Unit

Board Cause No: 197-11

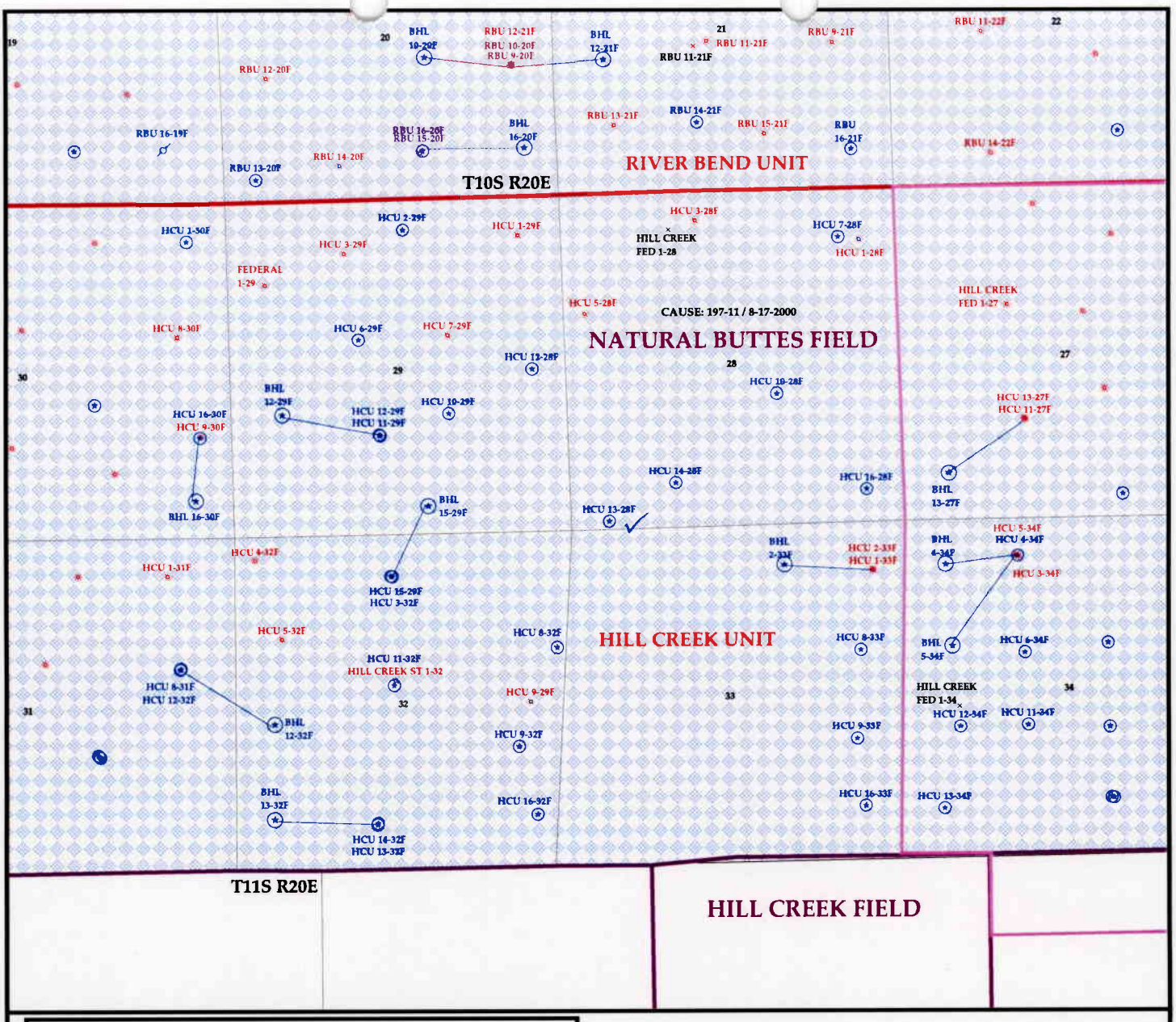
Eff Date: 8-17-00

Siting: Suspends Gen Stip

___ R649-3-11. Directional Drill

COMMENTS:

STIPULATIONS: 1- Federal Approval
2- Oil Shale



OPERATOR- DOMINION EXPL & PROD (N1095)

SEC. 28 & 32 T.10S R.20E

FIELD: NATURAL BUTTES (630)

COUNTY: UINTAH

CAUSE: 197-11 / 8-17-2000

Wells

- GAS INJECTION
- GAS STORAGE
- LOCATION ABANDONED
- NEW LOCATION
- PLUGGED & ABANDONED
- PRODUCING GAS
- PRODUCING OIL
- SHUT-IN GAS
- SHUT-IN OIL
- TEMP. ABANDONED
- TEST WELL
- WATER INJECTION
- WATER SUPPLY
- WATER DISPOSAL

Units.shp

- EXPLORATORY
- GAS STORAGE
- NF PP OIL
- NF SECONDARY
- PENDING
- PI OIL
- PP GAS
- PP GEOTHERML
- PP OIL
- SECONDARY
- TERMINATED

Fields.shp

- ABANDONED
- ACTIVE
- COMBINED
- INACTIVE
- PROPOSED
- STORAGE
- TERMINATED

Utah Oil Gas and Mining

N
W E
S

PREPARED BY: DIANA WHITNEY
DATE: 24-FEBRUARY-2005

002

United States Department of the Interior

BUREAU OF LAND MANAGEMENT

Utah State Office
P.O. Box 45155
Salt Lake City, Utah 84145-0155

IN REPLY REFER TO:
3160
(UT-922)

February 24, 2005

Memorandum

To: Assistant District Manager Minerals, Vernal District

From: Michael Coulthard, Petroleum Engineer

Subject: 2005 Plan of Development Hill Creek Unit
Uintah County, Utah.

Pursuant to email between Diana Whitney, Division of Oil, Gas and Mining, and Mickey Coulthard, Utah State Office, Bureau of Land Management, the following wells are planned for calendar year 2005 within the Hill Creek Unit, Uintah County, Utah.

API #	WELL NAME	LOCATION
(Proposed PZ Mesaverde)		
43-047-36319	HCU 10-28F	Sec 28 T10S R20E 2109 FSL 1964 FEL
43-047-36320	HCU 13-28F	Sec 28 T10S R20E 0149 FSL 0588 FWL
43-047-36321	HCU 14-28F	Sec 28 T10S R20E 0732 FSL 1651 FWL
43-047-36322	HCU 16-32F	Sec 32 T10S R20E 0818 FSL 0333 FEL
43-047-36323	HCU 9-32F	Sec 32 T10S R20E 1903 FSL 0685 FEL
43-047-36324	HCU 8-32F	Sec 32 T10S R20E 1850 FNL 0150 FEL

This office has no objections to permitting the wells at this time.

/s/ Michael L. Coulthard

bcc: File - Hill Creek Unit
Division of Oil Gas and Mining
Central Files
Agr. Sec. Chron
Fluid Chron

MCoulthard:mc:2-24-05

005

JON M. HUNTSMAN, JR.
Governor

GARY R. HERBERT
Lieutenant Governor

State of Utah

Department of Natural Resources

MICHAEL R. STYLER
Executive Director

Division of Oil, Gas & Mining

MARY ANN WRIGHT
Acting Division Director

February 24, 2005

Dominion Exploration & Production, Inc.
14000 Quail Springs Parkway, Suite 600
Oklahoma City, OK 73134

Re: Hill Creek Unit 13-28F Well, 149' FSL, 588' FWL, SW SW, Sec. 28, T. 10 South, R. 20 East, Uintah County, Utah

Gentlemen:

Pursuant to the provisions and requirements of Utah Code Ann.§ 40-6-1 *et seq.*, Utah Administrative Code R649-3-1 *et seq.*, and the attached Conditions of Approval, approval to drill the referenced well is granted.

This approval shall expire one year from the above date unless substantial and continuous operation is underway, or a request for extension is made prior to the expiration date. The API identification number assigned to this well is 43-047-36320.

Sincerely,

John R. Baza
Associate Director

pab
Enclosures

cc: Uintah County Assessor
Bureau of Land Management, Vernal District Office

Operator: Dominion Exploration & Production, Inc.

Well Name & Number Hill Creek Unit 13-28F

API Number: 43-047-36320

Lease: U-28203

Location: SW SW **Sec.** 28 **T.** 10 South **R.** 20 East

Conditions of Approval

1. General

   Compliance with the requirements of Utah Admin. R. 649-1 *et seq.*, the Oil and Gas Conservation General Rules, and the applicable terms and provisions of the approved Application for permit to drill.

2. Notification Requirements

   Notify the Division within 24 hours of spudding the well.

   - Contact Carol Daniels at (801) 538-5284.

   Notify the Division prior to commencing operations to plug and abandon the well.

   - Contact Dan Jarvis at (801) 538-5338

3. Reporting Requirements

   All required reports, forms and submittals will be promptly filed with the Division, including but not limited to the Entity Action Form (Form 6), Report of Water Encountered During Drilling (Form 7), Weekly Progress Reports for drilling and completion operations, and Sundry Notices and Reports on Wells requesting approval of change of plans or other operational actions.

4. In accordance with Order in Cause No. 190-5(b) dated October 28, 1982, the Operator shall comply with requirements of Rules R649-3-31 and R649-3-27 pertaining to Designated Oil Shale Areas. Additionally, the operator shall ensure that the surface and/or production casing is properly cemented over the entire oil shale interval as defined by Rule R649-3-31. The Operator shall report the actual depth the oil shale is encountered to the Division.

5. State approval of this well does not supersede the required federal approval, which must be obtained prior to drilling.

Form 3160-5
(August, 1999)

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

FORM APPROVED
OMB No. 1004-0135
Expires: November 30, 2000

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill or to re-enter an abandoned well. Use Form 3160-3 (APD) for such proposals.

5. Lease Serial No.
U-28203

6. If Indian, Allottee or Tribe Name

7. If Unit or CA/Agreement, Name and/or No.
Hill Creek Unit

1. Type of Well
[ ] Oil Well [X] Gas Well [ ] Other

CONFIDENTIAL

8. Well Name and No.
HCU 13-28F

2. Name of Operator
Dominion Exploration & Production, Inc.

9. API Well No.
43-047-36320

3a. Address
Suite 600
14000 Quail Springs Parkway, OKC, OK 73134

3b. Phone No. (include area code)
(405) 749-5263

10. Field and Pool, or Exploratory Area
Natural Buttes

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
149' FSL & 588' FWL, SW SW Sec. 28-10S-20E

11. County or Parish, State
Uintah, UT

12. CHECK APPROPRIATE BOX(ES) TO INDICATE NATURE OF NOTICE, REPORT OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION			
[X] Notice of Intent	[ ] Acidize	[ ] Deepen	[ ] Production (Start/Resume)	[ ] Water Shut-Off
[ ] Subsequent Report	[ ] Altering Casing	[ ] Fracture Treat	[ ] Reclamation	[ ] Well Integrity
[ ] Final Abandonment Notice	[ ] Casing Repair	[ ] New Construction	[ ] Recomplete	[X] Other Extension of APD.
	[ ] Change Plans	[ ] Plug and Abandon	[ ] Temporarily Abandon	
	[ ] Convert to Injection	[ ] Plug Back	[ ] Water Disposal	

13 Describe Proposed or Completed Operation (clearly state all pertinent details, including estimated starting date of any proposed work and approximate duration thereof. If the proposal is to deepen directionally or recomplete horizontally, give subsurface locations and measured and true vertical depths of all pertinent markers and zones. Attach the Bond under which the work will be performed or provide the Bond No. on file with BLM/BIA. Required subsequent reports shall be filed within 30 days following completion of the involved operations. If the operation results in a multiple completion or recompletion in a new interval, a Form 3160-4 shall be filed once testing has been completed. Final Abandonment Notices shall be filed only after all requirements, including reclamation, have been completed and the operator has determined that the site is ready for final inspection.)

The State APD for this wells expires February 24, 2006. Dominion is hereby requesting a one year extension.

Approved by the
Utah Division of
Oil, Gas and Mining
Date: 01-30-06
By:

COPY SENT TO OPERATOR
Date: 2-2-06
Initials: CHD

14. I hereby certify that the foregoing is true and correct
Name (Printed/Typed) Carla Christian — Title Regulatory Specialist

Signature Carla Christian — Date 01/25/2006

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by — Title — Date

Conditions of approval, if any, are attached. Approval of this notice does not warrant or certify that the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon. — Office

Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, makes it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

RECEIVED
JAN 30 2006
DIV. OF OIL, GAS & MINING

[redacted]

Application for Permit to Drill
Request for Permit Extension
Validation
(this form should accompany the Sundry Notice requesting permit extension)

API: 43-047-36320
Well Name: HCU 13-28F
Location: Section 28-10S-20E, 149' FSL & 588' FWL
Company Permit Issued to: Dominion Exploration & Production, Inc.
Date Original Permit Issued: 2/24/2005

The undersigned as owner with legal rights to drill on the property as permitted above, hereby verifies that the information as submitted in the previously approved application to drill, remains valid and does not require revision.

Following is a checklist of some items related to the application, which should be verified.

If located on private land, has the ownership changed, if so, has the surface agreement been updated? Yes☐ No☐

Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location? Yes☐ No☑

Has there been any unit or other agreements put in place that could affect the permitting or operation of this proposed well? Yes☐ No☑

Have there been any changes to the access route including ownership, or right-of-way, which could affect the proposed location? Yes☐ No☑

Has the approved source of water for drilling changed? Yes☐ No☑

Have there been any physical changes to the surface location or access route which will require a change in plans from what was discussed at the onsite evaluation? Yes☐ No☑

Is bonding still in place, which covers this proposed well? Yes☑ No☐

Carla Christian
Signature

1/26/2006
Date

Title: Regulatory Specialist

Representing: Dominion Exploration & Production, Inc.

RECEIVED
JAN 30 2006
DIV. OF OIL, GAS & MINING

Form 3160-3
(December 1990)

SUBMIT IN TRIPLICATE
(Other instructions on reverse side)

Form approved.
Budget Bureau No. 1004-0136
Expires: December 31, 1991

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

APPLICATION FOR PERMIT TO DRILL OR DEEPEN

FEB 2 2 2005

5. LEASE DESIGNATION AND SERIAL NO.: U-28203
6. IF INDIAN, ALLOTTEE OR TRIBE NAME: N/A
7. UNIT AGREEMENT NAME: Hill Creek Unit
8. FARM OR LEASE NAME, WELL NO.: HCU 13-28F
9. API WELL NO.: 43-047-36320
10. FIELD AND POOL, OR WILDCAT: Natural Buttes
11. SEC., T., R., M., OR BLK. AND SURVEY OR AREA: Section 28, T10S, R20E, SLB&M
12. COUNTY OR PARISH: Uintah
13. STATE: Utah

1a. TYPE OF WORK: DRILL [X] DEEPEN [ ]

b. TYPE OF WELL: OIL WELL [ ] GAS WELL [X] OTHER — SINGLE ZONE [X] MULTIPLE ZONE [ ]

2. NAME OF OPERATOR: Dominion Exploration & Production, Inc.

3. ADDRESS AND TELEPHONE NO.: 14000 Quail Springs Parkway, Suite 600, Oklahoma City, OK 73134, 405-749-5263

4. LOCATION OF WELL (Report location clearly and in accordance with any State requirements.*)
At surface: 149' FSL, 588' FWL SW/4 SW/4
At proposed prod. zone: 149' FSL, 588' FWL SW/4 SW/4

14. DISTANCE IN MILES AND DIRECTION FROM NEAREST TOWN OR POST OFFICE*: 12.23 miles south of Ouray, Utah

15. DISTANCE FROM PROPOSED* LOCATION TO NEAREST PROPERTY OR LEASE LINE, FT. (Also to nearest drig. unit line, if any): 300'

16. NO. OF ACRES IN LEASE: 1880

17. NO. OF ACRES ASSIGNED TO THIS WELL: 40 acres

18. DISTANCE FROM PROPOSED LOCATION TO NEAREST WELL, DRILLING, COMPLETED, OR APPLIED FOR, ON THIS LEASE, FT.: 1,200'

19. PROPOSED DEPTH: 8,000'

20. ROTARY OR CABLE TOOLS: Rotary

21. ELEVATIONS (Show whether DF, RT, GR, etc.): 5,207 GR

22. APPROX. DATE WORK WILL START*: August 1, 2005

23. PROPOSED CASING AND CEMENTING PROGRAM

SIZE OF HOLE	GRADE, SIZE OF CASING	WEIGHT PER FOOT	SETTING DEPTH	QUANTITY OF CEMENT
12-1/4"	8-5/8" J-55 ST&C	32#	2,000'	252 sks Lead, 219 sks, tail, 100 sks top out—see attached Drilling Plan
7-7/8"	5-1/2" Mav 80 LT&C	17#	8,000'	160 sks Lead, 435 sks Tail—see attached Drilling Plan

Bond Information:
Wy 3322
Bond coverage is provided by Travelers Casualty and Surety Company of America, Bond #76S 63050 0330

RECEIVED
APR 2 7 2006
DIV. OF OIL, GAS & MINING

Other Information:
Drilling Plan and Surface Use Plan are attached.
Dominion requests that this complete application for permit to drill be held confidential.
A request for exception to spacing (R649-3-2) is hereby requested based on topography since the well is located within 460' of the drilling unit boundary. Dominion Exploration & Production, Inc. is the only owner and operator within 460' of the proposed well.

Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY

ORIGINAL
CONFIDENTIAL

UDOGM

IN ABOVE SPACE DESCRIBE PROPOSED PROGRAM: If proposal is to deepen, give data present productive zone and proposed new productive zone. If proposal is to drill or deepen directionally, give pertinent data on subsurface locations and measured and true vertical depths. Give blowout preventer program, if any.

24.
SIGNED Don Hamilton Don Hamilton TITLE Agent for Dominion DATE February 18, 2005

(This space for Federal or State office use)

PERMIT NO. _____ APPROVAL DATE _____

Application approval does not warrant or certify that the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon.
CONDITIONS OF APPROVAL, IF ANY:

APPROVED BY _____ TITLE Assistant Field Manager Mineral Resources DATE 03/02/2006

***See Instructions On Reverse Side**

Title 18 U.S.C. Section 1001, makes it a crime for any person knowingly and willfully to make to any department or agency or the

NOTICE OF APPROVAL CONDITIONS OF APPROVAL ATTACHED

UNITED STATES DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT
VERNAL FIELD OFFICE
170 South 500 East VERNAL, UT 84078 (435) 781-4400

CONDITIONS OF APPROVAL FOR APPLICATION FOR PERMIT TO DRILL

Company:	**DOMINION EXPL & PROD INC**	**Location:**	**SWSW, Sec.28,T10S,R20E**
Well No:	**Hill Creek Unit 13-28F**	**Lease No:**	**UTU-28203**
API No:	**43-047-36320**	**Agreement:**	**UTU76784X**

Petroleum Engineer:	Matt Baker	Office: 435-781-4490	Cell: 435-828-4470
Petroleum Engineer:	Michael Lee	Office: 435-781-4432	Cell: 435-828-7875
Supervisory Petroleum Technician:	Jamie Sparger	Office: 435-781-4502	Cell: 435-828-3913
Environmental Scientist:	Paul Buhler	Office: 435-781-4475	Cell: 435-828-4029
Environmental Scientist:	Karl Wright	Office: 435-781-4484	
Natural Resource Specialist:	Holly Villa	Office: 435-781-4404	
Natural Resource Specialist:	Melissa Hawk	Office: 435-781-4476	
After hours contact number: (435) 781-4513		Fax: (435) 781-4410	

A COPY OF THESE CONDITIONS SHALL BE FURNISHED TO YOUR FIELD REPRESENTATIVE TO INSURE COMPLIANCE

All lease and/or unit operations are to be conducted in such a manner that full compliance is made with the applicable laws, regulations (43 CFR Part 3160), and this approved Application for Permit to Drill including Surface and Downhole Conditions of Approval. The operator is considered fully responsible for the actions of his subcontractors. A copy of the approved APD must be on location during construction, drilling, and completion operations. **This permit is approved for a one-year period. An additional year extension may be applied for by sundry notice prior to expiration.**

NOTIFICATION REQUIREMENTS

Location Construction (Notify Karl Wright ES / NRS)	-	Forty-Eight (48) hours prior to construction of location and access roads.
Location Completion (Notify Karl Wright ES / NRS)	-	Prior to moving on the drilling rig.
Spud Notice (Notify PE)	-	Twenty-Four (24) hours prior to spudding the well.
Casing String & Cementing (Notify Jamie Sparger SPT)	-	Twenty-Four (24) hours prior to running casing and cementing all casing strings.
BOP & Related Equipment Tests (Notify Jamie Sparger SPT)	-	Twenty-Four (24) hours prior to initiating pressure tests.
First Production Notice (Notify PE)	-	Within Five (5) business days after new well begins or production resumes after well has been off production for more than ninety (90) days.

SURFACE USE PROGRAM
CONDITIONS OF APPROVAL (COAs)

Within 90 calendar days of the approval date for this Application for Permit to Drill (APD), the operator/lessee shall submit to the Authorized Officer (AO), on Sundry Notice Form 3160-5, an Interim Surface Reclamation Plan for surface disturbance on well pads, access roads, and pipelines. At a minimum, this will include the reshaping of the pad to the original contour to the extent possible; the respreading of the top soil up to the rig anchor points; and, the area reseeded using appropriate reclamation methods. The AO will provide written approval or concurrence within 30 calendar days of receipt.

If paleontologic materials are uncovered during construction, the operator shall immediately stop work that might further disturb such materials and contact the Authorized Officer (AO). A determination will be made by the AO as to what mitigation will be necessary for the discovered paleontologic material.

Following well plugging and abandonment, the location, access roads, pipelines, and other facilities shall be reclaimed. All disturbed surfaces shall be reshaped to approximate the original contour; the top soil respread over the surface; and, the surface revegetated. The surface of approved staging areas where construction activities did not occur may require disking or ripping and reseeding.

The following seed mixture shall be used:

Type		lbs./acre
Shadscale	Atriplex confertifolia	3
Fourwing salt bush	Atgriplex canescens	3
Galleta grass	Hilaria jamesil	3
Gardners salt brush	Atriplex gardneri	3
** Seed should be drilled; but if broadcasted double the pounds per acre used and work the solids mechanically to cover the seed.		

Other reclamation methods including but not limited to mulching or soil treatments may be required on a site-specific basis.

The pits will be lined with 16 ply or greater plastic liners, and padded with the appropriate layers of felt to prevent any punctures of the liner.

The entire pad will be bermed, to deter any potential water flows from entering the pad and potentially carrying oil and/or gas products down the mountain into Willow Creek or Hill Creek and ultimately into the Green River.

DOWNHOLE CONDITIONS OF APPROVAL

All provisions outlined in Onshore Oil & Gas Order #2 Drilling Operations shall be strictly adhered to. The following items are emphasized:

SITE SPECIFIC DOWNHOLE CONDITIONS OF APPROVAL

1. Casing cementing operations for production casing shall return cement to surface.

DRILLING/COMPLETION/PRODUCING OPERATING STANDARDS

1. There shall be no deviation from the proposed drilling, completion, and/or workover program as approved. Safe drilling and operating practices must be observed. All wells, whether drilling, producing, suspended, or abandoned, shall be identified in accordance with 43 CFR 3162.6. There shall be a sign or marker with the name of the operator, lease serial number, well number, and surveyed description of the well. Any changes in operation must have prior approval from the BLM, Vernal Field Office Petroleum Engineers.

2. The spud date and time shall be reported orally to Vernal Field Office within 24 hours of spudding.

3. **Notify Vernal Field Office Supervisory Petroleum Engineering Technician at least 24 hours in advance of casing cementing operations and BOPE & casing pressure tests.**

4. Blowout prevention equipment (BOPE) will remain in use until the well is completed or abandoned. Closing unit controls must remain unobstructed and readily accessible at all times. Choke manifolds must be located outside of the rig substructure.

   All BOPE components will be inspected daily and those inspections shall be recorded in the daily drilling report. Components shall be operated and tested as required by Onshore Oil & Gas Order No. 2 to insure good mechanical working order. All BOPE pressure tests must be performed by a test pump with a chart recorder and **NOT** by the rig pumps. Test must be reported in the driller's log.

   BOP drills must be initially conducted by each drilling crew within 24 hours of drilling out from under the surface casing and weekly thereafter as specified in Onshore Oil & Gas Order No. 2.

   Casing pressure tests are required before drilling out from under all casing strings set and cemented in place.

   No aggressive/fresh hard-banded drill pipe shall be used within casing.

5. All shows of fresh water and minerals will be reported and protected. A sample will be taken of any water flows and a water analysis furnished the BLM, Vernal Field Office. All oil and gas shows will be adequately tested for commercial possibilities, reported, and protected.

6. No location will be constructed or moved, no well will be plugged, and no drilling or workover equipment will be removed from a well to be placed in a suspended status without prior approval of the BLM, Vernal Field Office. If operations are to be suspended for more than 30 days, prior approval of the BLM, Vernal Field Office must be obtained and notification given before resumption of operations.

7. Chronologic drilling progress reports must be filed directly with the BLM, Vernal Field Office on a weekly basis in sundry, letter format or e-mail to the Petroleum Engineers until the well is completed.

   Any change in the program must be approved by the BLM, Vernal Field Office. "Sundry Notices and Reports on Wells" (Form BLM 3160-5) must be filed for all changes of plans and other operations in accordance with 43 CFR 3162.3-2.

   Emergency approval may be obtained orally, but such approval does not waive the written report requirement. Any additional construction, reconstruction, or alterations of facilities, including roads, gathering lines, batteries, etc., which will result in the disturbance of new ground, will require the filing of a suitable plan pursuant to Onshore Oil & Gas Order No. 1 of 43 CFR 3164.1 and prior approval by the BLM, Vernal Field Office.

   In accordance with 43 CFR 3162.4-3, this well must be reported on the "Monthly Report of Operations" (Oil and Gas Operations Report ((OGOR)) starting with the month in which operations commence and continue each month until the well is physically plugged and abandoned. This report shall be filed in duplicate, directly with the Minerals Management Service, P.O. Box 17110, Denver, Colorado 80217-0110, or call 1-800-525-7922 (303) 231-3650 for reporting information.

8. Whether the well is completed as a dry hole or as a producer, "Well Completion and Recompletion Report and Log" (BLM Form 3160-4) will be submitted not later than 30 days after completion of the well or after completion of operations being performed, in accordance with 43 CFR 3162.4-1. Two copies of all logs run, core descriptions, and all other surveys or data obtained and compiled during the drilling, workover, and/or completion operations, will be filed on BLM Form 3160-4. Submit with the well completion report a geologic report including, at a minimum, formation tops, and a summary and conclusions. Also include deviation surveys, sample descriptions, strip logs, core data, drill stem test data, and results of production tests if performed. Samples (cuttings, fluid, and/or gas) will be submitted only when requested by the BLM, Vernal Field Office.

   Please submit an electronic copy of all logs run on this well in LAS format to UT_VN_Welllogs@BLM.gov. This submission will supersede the requirement for submittal of paper logs to the BLM. The cement bond log must be submitted in raster format (TIF, PDF other).

9. All off-lease storage, off-lease measurement, or commingling on-lease or off-lease will have prior written approval from the BLM, Vernal Field Office.

All measurement points shall be identified as point of sales or allocation for royalty determination prior to the installation of facilities.

10. Oil and gas meters will be calibrated in place prior to any deliveries. The Field Office Petroleum Engineers will be provided with a date and time for the initial meter calibration and all future meter proving schedules. A copy of the meter calibration reports will be submitted to the BLM, Vernal Field Office. All measurement facilities will conform to the API standards for liquid hydrocarbons and the AGA standards for natural gas measurement.

11. A schematic facilities diagram as required by Onshore Oil & Gas Order No. 3 shall be submitted to the BLM, Vernal Field Office within 30 days of installation or first production, whichever occurs first. All site security regulations as specified in Onshore Oil & Gas Order No. 3 shall be adhered to. All product lines entering and leaving hydrocarbon storage tanks will be effectively sealed in accordance with Onshore Oil & Gas Order No. 3.

12. This APD is approved subject to the requirement that, should the well be successfully completed for production, the BLM, Vernal Field office must be notified when it is placed in a producing status. Such notification will be by written communication and must be received in this office by not later than the fifth business day following the date on which the well is placed on production. The notification shall provide, as a minimum, the following informational items:

    a. Operator name, address, and telephone number.

    b. Well name and number.

    c. Well location (¼¼, Sec., Twn, Rng, and P.M.).

    d. Date well was placed in a producing status (date of first production for which royalty will be paid).

    e. The nature of the well's production, (i.e., crude oil, or crude oil and casing head gas, or natural gas and entrained liquid hydrocarbons).

    f. The Federal or Indian lease prefix and number on which the well is located: otherwise the non-Federal or non-Indian land category, i.e.. State or private.

    g. Unit agreement and / or participating area name and number, if applicable.

    h. Communitization agreement number, if applicable.

13. Any venting or flaring of gas will be done in accordance with Notice to Lessees (NTL) 4A and needs prior approval from Field Office Petroleum Engineers.

FORM 6

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

ENTITY ACTION FORM

Operator: Dominion Exploration & Production, Inc.
Operator Account Number: N 1095
Address: 14000 Quail Springs Parkway, Suite 600
city Oklahoma City
state Ok zip 73134
Phone Number: (405) 749-1300

Well 1

API Number	Well Name	QQ	Sec	Twp	Rng	County
43-047-36320	HCU 13-28F	SWSW	28	10S	20E	Uintah

Action Code	Current Entity Number	New Entity Number	Spud Date	Entity Assignment Effective Date
C KB	99999	12839	8/28/2006	9/21/06

Comments: MVRD = WSMVD
CONFIDENTIAL

Well 2

API Number	Well Name	QQ	Sec	Twp	Rng	County

Action Code	Current Entity Number	New Entity Number	Spud Date	Entity Assignment Effective Date

Comments:

Well 3

API Number	Well Name	QQ	Sec	Twp	Rng	County

Action Code	Current Entity Number	New Entity Number	Spud Date	Entity Assignment Effective Date

Comments:

ACTION CODES:

- **A** - Establish new entity for new well (single well only)
- **B** - Add new well to existing entity (group or unit well)
- **C** - Re-assign well from one existing entity to another existing entity
- **D** - Re-assign well from one existing entity to a new entity
- **E** - Other (Explain in 'comments' section)

RECEIVED
SEP 15 2006
DIV. OF OIL, GAS & MINING

Carla Christian
Name (Please Print)
Carla Christian
Signature
Sr. Regulatory Specialist
Title
9/12/2006
Date

(5/2000)

Form 3160-5
(August, 1999)

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

FORM APPROVED
OMB No. 1004-0135
Expires: November 30, 2000

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill or to re-enter an abandoned well. Use Form 3160-3 (APD) for such proposals.

5. Lease Serial No.
U-28203

6. If Indian, Allottee or Tribe Name

7. If Unit or CA/Agreement, Name and/or No.
Hill Creek Unit

1. Type of Well
☐ Oil Well ☒ Gas Well ☐ Other

CONFIDENTIAL

8. Well Name and No.
HCU 13-28F

2. Name of Operator
Dominion Exploration & Production, Inc.

9. API Well No.
43-047-36320

3a. Address
Suite 600
14000 Quail Springs Parkway, OKC, OK 73134

3b. Phone No. (include area code)
(405) 749-5263

10. Field and Pool, or Exploratory Area
Natural Buttes

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
149' FSL & 588' FWL, SWSW, Sec. 28-10S-20E

11. County or Parish, State
Uintah, UT

12. CHECK APPROPRIATE BOX(ES) TO INDICATE NATURE OF NOTICE, REPORT OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION			
☐ Notice of Intent	☐ Acidize	☐ Deepen	☐ Production (Start/Resume)	☐ Water Shut-Off
☒ Subsequent Report	☐ Altering Casing	☐ Fracture Treat	☐ Reclamation	☐ Well Integrity
☐ Final Abandonment Notice	☐ Casing Repair	☐ New Construction	☐ Recomplete	☒ Other Spud well
	☐ Change Plans	☐ Plug and Abandon	☐ Temporarily Abandon	
	☐ Convert to Injection	☐ Plug Back	☐ Water Disposal	

13 Describe Proposed or Completed Operation (clearly state all pertinent details, including estimated starting date of any proposed work and approximate duration thereof. If the proposal is to deepen directionally or recomplete horizontally, give subsurface locations and measured and true vertical depths of all pertinent markers and zones. Attach the Bond under which the work will be performed or provide the Bond No. on file with BLM/BIA. Required subsequent reports shall be filed within 30 days following completion of the involved operations. If the operation results in a multiple completion or recompletion in a new interval, a Form 3160-4 shall be filed once testing has been completed. Final Abandonment Notices shall be filed only after all requirements, including reclamation, have been completed and the operator has determined that the site is ready for final inspection.)

Spud well 8/28/06. 8/28/06 ran 51 jts. 8 5/8",32#, J-55, ST&C csg., set @ 2196'. Cemented lead w/250 sks Hi-Fill "V", 11.0 ppg, 3.82 yld., tailed w/225 sks Class "G", 15.8 ppg, 1.15 yld., good returns, then mix & pump 225 sks Class "G" thru 200' of 1", 15.8 ppg, 1.15 yld, 5 bbls cmt. To pit.

14. I hereby certify that the foregoing is true and correct
Name *(Printed/Typed)* Carla Christian — Title Sr. Regulatory Specialist

Signature Carla Christian — Date 9/12/2006

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by — Title — Date

Conditions of approval, if any, are attached. Approval of this notice does not warrant or certify that the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon. — Office

Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, makes it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

SEP 18 2006

DIV OF OIL, GAS & MINING

Form 3160-5
(August, 1999)

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

FORM APPROVED
OMB No. 1004-0135
Expires: November 30, 2000

SUNDRY NOTICES AND REPORTS ON WELLS

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5. Lease Serial No.
U-28203

6. If Indian, Allottee or Tribe Name

7. If Unit or CA/Agreement, Name and/or No.
Hill Creek Unit

1. Type of Well
☐ Oil Well ☒ Gas Well ☐ Other

8. Well Name and No.
HCU 13-28F

2. Name of Operator
Dominion Exploration & Production, Inc.

9. API Well No.
43-047-36320

3a. Address
Suite 600
14000 Quail Springs Parkway, OKC, OK 73134

3b. Phone No. (include area code)
(405) 749-5263

10. Field and Pool, or Exploratory Area
Natural Buttes

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)
149' FSL & 588' FWL, SWSW, Sec. 28-10S-20E

11. County or Parish, State
Uintah, UT

12. CHECK APPROPRIATE BOX(ES) TO INDICATE NATURE OF NOTICE, REPORT OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION			
☐ Notice of Intent	☐ Acidize	☐ Deepen	☐ Production (Start/Resume)	☐ Water Shut-Off
☒ Subsequent Report	☐ Altering Casing	☐ Fracture Treat	☐ Reclamation	☐ Well Integrity
☐ Final Abandonment Notice	☐ Casing Repair	☐ New Construction	☐ Recomplete	☒ Other Drilling Operations
	☐ Change Plans	☐ Plug and Abandon	☐ Temporarily Abandon	
	☐ Convert to Injection	☐ Plug Back	☐ Water Disposal	

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9/25/06 Ran 191 jts. 5 1/2", 17#, M-80, LT&C csg., set @ 7967'. Cemented lead w/128 sks Prem Plus "V", 11.6 ppg, 3.23 yld., tailed w/600 sks HLC Type "V", 13.0 ppg, 1.75 yld. Perf'd & Frac'd well 10/01/06. First sales 10/04/06.

14. I hereby certify that the foregoing is true and correct
Name (Printed/Typed) Carla Christian — Title Sr. Regulatory Specialist

Signature Carla Christian — Date 10/11/2006

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved by — Title — Date

Conditions of approval, if any, are attached. Approval of this notice does not warrant or certify that the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon. — Office

Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, makes it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

RECEIVED
OCT 16 2006
DIV. OF OIL, GAS & MINING

FACSIMILE COVER PAGE

To :	**Utah Division of Oil, Gas & Mining**	**From :**	g
Sent :	10/18/2006 at 1:08:32 PM	**Pages :**	2 (including Cover)
Subject :	HCU 13-28F T10S R20E S-28 43-047-36320		

CONFIDENTIAL

RECEIVED
OCT 18 2006
DIV. OF OIL, GAS & MINING

Dominion

WELL CHRONOLOGY REPORT

CONFIDENTIAL

WELL NAME : HCU 13-28F Event No: 1

DISTRICT : WESTERN FIELD : NATURAL BUTTES 630 LOCATION : 149' FSL 588' FWL SEC 28 T 10S R 20E

COUNTY & STATE : UINTAH UT CONTRACTOR :

WI % : 100.00 AFE # : 0602631 API # : 43-047-36320 PLAN DEPTH : 8,000 SPUD DATE : 08/29/06

DHC : $594,000 CWC : $631,000 AFE TOTAL : $1,225,000 FORMATION : WASATCH/MESAVERDE

EVENT DC: $755,087.64 EVENT CC: $241,777.00 EVENT TC: $996,864.64 WELL TOTL COST: $1,115,631

REPORT DATE: 10/07/06 MD : 8,015 TVD : 8,015 DAYS : 15 MW : VISC :

DAILY : DC : $0.00 CC : $0.00 TC : $0.00 CUM : DC: $755,087.64 CC : $241,777.00 TC : $996,864.64

DAILY DETAILS : WELL FLOWING UP CSG TO SALES MADE 1019 MCF, FCP 718, SLP 120, 0 BBLS OIL, 132 BBLS WTR, 20/64 CHOKE

REPORT DATE: 10/08/06 MD : 8,015 TVD : 8,015 DAYS : 16 MW : VISC :

DAILY : DC : $0.00 CC : $0.00 TC : $0.00 CUM : DC: $755,087.64 CC : $241,777.00 TC : $996,864.64

DAILY DETAILS : MADE 1286 MCF, FCP 705, SLP 120, 5 BBLS OIL, 80 BBLS WTR, 20/64 CHOKE,

---

REPORT DATE: 10/09/06 MD : 8,015 TVD : 8,015 DAYS : 17 MW : VISC :

DAILY : DC : $0.00 CC : $0.00 TC : $0.00 CUM : DC: $755,087.64 CC : $241,777.00 TC : $996,864.64

DAILY DETAILS : WELL FLOWING UP CSG TO SALES MADE 1343 MCF, FCP 676, SLP 127, 6 BBLS OIL, 55 BBLS WTR, CHANGED TO 22/64 CHOKE

REPORT DATE: 10/10/06 MD : 8,015 TVD : 8,015 DAYS : 18 MW : VISC :

DAILY : DC : $0.00 CC : $0.00 TC : $0.00 CUM : DC: $755,087.64 CC : $241,777.00 TC : $996,864.64

DAILY DETAILS : FLOW REPORT MADE 1375 MCF, FCP 512, SLP 118, 3 OIL, 58 WTR. 22/64 CHOKE OPENED CHOKE TO 28/64. FINAL REPORT.

Form 3160-4
(August 1999)

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

WELL COMPLETION OR RECOMPLETION REPORT AND LOG

CONFIDENTIAL

FORM APPROVED
OMB NO. 1004-0137
Expires: November 30, 2000

5. Lease Serial No.
U-28203

1a. Type of Well ☐ Oil Well ☒ Gas Well ☐ Dry Other

b. Type of Completion: ☒ New Well ☐ Work Over ☐ Deepen ☐ Diff.Resvr.
Other

6. If Indian, Allottee or Tribe Name

7. Unit or CA Agreement Name and No.
Hill Creek Unit

2. Name of Operator
Dominion Exploration & Production, Inc.

8. Lease Name and Well No.
HCU 13-28F

3. Address
14000 Quail Springs Pkwy, STE 600, Oklahoma City, OK 73134

3a. Phone No. (include area code)
405-749-5237

9. API Well No.
43-047-36320

4. Location of Well (Report location clearly and in accordance with Federal requirements)

RECEIVED
JAN 16 2007
DIV. OF OIL, GAS & MINING

At surface 149' FSL & 588' FWL, SW SW

At top prod. Interval reported below

At total depth

10. Field and Pool, or Exploratory
Natural Buttes

11. Sec., T.,R.,M., or Block and Survey or Area
28-10S-20E

12. County or Parish
Uintah

13. State
UT

14. Date Spudded	15. Date T.D. Reached	16. Date Completed	17. Elevations (DF, RKB, RT, GL)*
8/28/2006	9/24/2006	☐ D&A ☒ Ready to prod. 10/4/2006	5206 GL

18. Total Depth: MD 8015' TVD	19. Plug Back T.D.: MD 7938' TVD	20. Depth Bridge Plug Set: MD TVD

21. Type Electric & Other Mechanical Logs Run (Submit copy of each)
Platform Express Lithodensity / Compensated Neutron / High Resolution Laterolog / Cement Bond Log / Gamma Ray

22. Was well cored? ☒ No ☐ Yes (Submit analysis)
Was DST run? ☒ No ☐ Yes (Submit report)
Directional Survey? ☒ No ☐ Yes (Submit copy)

23. Casing and Liner Record (Report all string set in well)

Hole Size	Size/Grade	Wt.(#/ft)	Top (MD)	Bottom (MD)	Stage Cementer Depth	No. of Sks & Type of Cement	Slurry Vol. (BBL)	Cement Top*	Amount Pulled
12-1/4"	8 5/8"	32#	Surface	2196'		700 Sx		Circ	
7-7/8"	5 1/2"	17#	Surface	7967'		728 Sx		Est. TOC @ 1650'	

24. Tubing Record

Size	Depth Set (MD)	Packer Depth (MD)	Size	Depth Set (MD)	Packer Depth (MD)	Size	Depth Set(MD)	Packer Depth (MD)
2 3/8"	7852'							

25. Producing Intervals / 26. Perforation Record

	Formation	Top	Bottom	Perforated Interval	Size	No. Holes	Perf.Status
A)							
B)							
C)				See Attached for Perf & Frac Info			
D)							
E)							
F)							

27. Acid, Fracture, Treatment, Cement Squeeze, Etc.

Depth Interval	Amount and Type of Material

Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
10/4/2006	12/12/2006	24	→	0	431	0			Flowing

Choke Size	Tbg.Press. Flwg. SI	Csg. Press.	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Gas:Oil Ratio	Well Status
48	186	298	→	0	431	0		Producing

28a. Production - Interval B

Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
			→						

Choke Size	Tbg.Press. Flwg. SI	Csg. Press.	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Gas:Oil Ratio	Well Status
			→					

(See instructions and spaces for additional data on reverse side)

28b Production - Interval C

Date First Produced	Test Date	Hours Tested	Test Production →	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method

Choke Size	Tbg.Press. Flwg. SI	Csg. Press.	24 Hr. Rate →	Oil BBL	Gas MCF	Water BBL	Gas:Oil Ratio	Well Status

28c. Production - Interval D

Date First Produced	Test Date	Hours Tested	Test Production →	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method

Choke Size	Tbg.Press. Flwg. SI	Csg. Press.	24 Hr. Rate →	Oil BBL	Gas MCF	Water BBL	Gas:Oil Ratio	Well Status

29. Dispostion of Gas *(Sold, used for fuel, vented, etc.)*

Sold

30. Summary of Porous Zones (Include Aquifers):

Show all important zones of porosity and contents thereof: Cored intervals and all drill-stem tests, including depth interval tested, cushion used, time tool open, flowing and shut-in pressures and recoveries.

31. Formation (Log) Markers

Formation	Top	Bottom	Descritpion, Contents, etc.	Name	Top Meas. Depth
				Wasatch Tongue	3831'
				Uteland Limestone	4178'
				Wasatch	4321'
				Chapita Wells	5260'
				Uteland Buttes	6295'
				Mesaverde	7194'

32. **Additional remarks (include plugging procedure)**

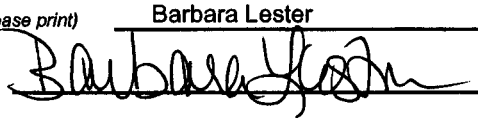
33. Circle enclosed attachments:

[1.] Electrical/Mechanical Logs (1 full set req'd) 2. Geologic Report 3. DST Report 4. Directional Survey

5. Sundry Notice for plugging and cement verification 6. Core Analysis 7. Other:

34. I hereby certify that the foregoing and attached information is complete and correct as determined from all available records (see attached instructions)*

Name *(please print)* Barbara Lester Title Regulatory Specialist

Signature  Date January 4,2007

Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fradulent statements or representations as to any matter within its jurisdiction.

U.S. GPO: 1999-573-624

HCU 13-28F
PERFORATIONS & FRACS

Interval #1	Mersaverde	7858 - 83	51 holes
	Frac w/63,373# 20/40 Ottawa sd., w/229 mscf of N2 and 631 bbls of YF120ST		
Interval #2	Mesaverde	7760 - 78	55 holes
	Frac w/60,367# 20/40 Ottawa sd., w/203 mscf of N2 and 559 bbls of YF120ST		
Interval #3	Mesaverde	7590 - 7604	
		7635 - 50	
		7653 - 62	79 holes
	Frac w/91,466# 20/40Ottawa sd., w/325.2 mscf of N2 and 755 bbls of YF120ST		
Interval #4	Mesaverde	7297 - 7308	56 holes
	Frac w/30,071# 20/40 Ottawa sd., w/118.6 mscf of N2 and 391 bbls of YF115ST		
Interval #5	Wasatch	6858 - 67	55 holes
	Frac w/39,657# 20/40 Ottawa sd., w/140.3 mscf of N2 and 418 bbls of YF115ST		
Interval #6	Wasatch	6346 - 58	61 holes
	Frac w/35,946# 20/40 Ottawa sd., w/177.4 mscf of N2 and 384 bbls of YF115ST		

Division of Oil, Gas and Mining

OPERATOR CHANGE WORKSHEET

ROUTING
1. DJJ
2. CDW

X - Change of Operator (Well Sold) Operator Name Change/Merger

The operator of the well(s) listed below has changed, effective: **7/1/2007**

FROM: (Old Operator):	**TO:** (New Operator):
N1095-Dominion Exploration & Production, Inc	N2615-XTO Energy Inc
14000 Quail Springs Parkway, Suite 600	810 Houston St
Oklahoma City, OK 73134	Fort Worth, TX 76102
Phone: 1 (405) 749-1300	Phone: 1 (817) 870-2800

CA No. **Unit:** **HILL CREEK**

WELL NAME	SEC	TWN	RNG	API NO	ENTITY NO	LEASE TYPE	WELL TYPE	WELL STATUS
SEE ATTACHED LIST								

OPERATOR CHANGES DOCUMENTATION

Enter date after each listed item is completed

1. (R649-8-10) Sundry or legal documentation was received from the **FORMER** operator on: 8/6/2007
2. (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 8/6/2007
3. The new company was checked on the **Department of Commerce, Division of Corporations Database on:** 8/6/2007
4a. Is the new operator registered in the State of Utah: _____ Business Number: 5655506-0143
4b. If **NO**, the operator was contacted contacted on:
5a. (R649-9-2)Waste Management Plan has been received on: IN PLACE
5b. Inspections of LA PA state/fee well sites complete on: n/a
5c. Reports current for Production/Disposition & Sundries on: ok
6. **Federal and Indian Lease Wells:** The BLM and or the BIA has approved the merger, name change, or operator change for all wells listed on Federal or Indian leases on: BLM _____ BIA _____
7. **Federal and Indian Units:** The BLM or BIA has approved the successor of unit operator for wells listed on: _____
8. **Federal and Indian Communization Agreements ("CA"):** The BLM or BIA has approved the operator for all wells listed within a CA on: _____
9. **Underground Injection Control ("UIC")** The Division has approved UIC Form 5, **Transfer of Authority to Inject,** for the enhanced/secondary recovery unit/project for the water disposal well(s) listed on: _____

DATA ENTRY:

1. Changes entered in the **Oil and Gas Database on:** 9/27/2007
2. Changes have been entered on the **Monthly Operator Change Spread Sheet on:** 9/27/2007
3. Bond information entered in RBDMS on: 9/27/2007
4. Fee/State wells attached to bond in RBDMS on: 9/27/2007
5. Injection Projects to new operator in RBDMS on: 9/27/2007
6. Receipt of Acceptance of Drilling Procedures for APD/New on: 9/27/2007

BOND VERIFICATION:

1. Federal well(s) covered by Bond Number: UTB000138
2. Indian well(s) covered by Bond Number: n/a
3a. (R649-3-1) The **NEW** operator of any state/fee well(s) listed covered by Bond Number 104312762
3b. The **FORMER** operator has requested a release of liability from their bond on: 1/23/2008
The Division sent response by letter on:

LEASE INTEREST OWNER NOTIFICATION:

4. (R649-2-10) The **NEW** operator of the fee wells has been contacted and informed by a letter from the Division of their responsibility to notify all interest owners of this change on:

COMMENTS:

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

5. LEASE DESIGNATION AND SERIAL NUMBER:

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

7. UNIT or CA AGREEMENT NAME:

1. TYPE OF WELL: OIL WELL ☐ GAS WELL ☑ OTHER

8. WELL NAME and NUMBER: SEE ATTACHED

2. NAME OF OPERATOR: XTO Energy Inc. N2615

9. API NUMBER: SEE ATTACHED

3. ADDRESS OF OPERATOR: 810 Houston Street CITY Fort Worth STATE TX ZIP 76102

PHONE NUMBER: (817) 870-2800

10. FIELD AND POOL, OR WILDCAT: Natural Buttes

4. LOCATION OF WELL

FOOTAGES AT SURFACE: SEE ATTACHED

COUNTY: Uintah

QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:

STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
☑ NOTICE OF INTENT (Submit in Duplicate)	☐ ACIDIZE	☐ DEEPEN	☐ REPERFORATE CURRENT FORMATION
Approximate date work will start:	☐ ALTER CASING	☐ FRACTURE TREAT	☐ SIDETRACK TO REPAIR WELL
	☐ CASING REPAIR	☐ NEW CONSTRUCTION	☐ TEMPORARILY ABANDON
	☐ CHANGE TO PREVIOUS PLANS	☑ OPERATOR CHANGE	☐ TUBING REPAIR
	☐ CHANGE TUBING	☐ PLUG AND ABANDON	☐ VENT OR FLARE
☐ SUBSEQUENT REPORT (Submit Original Form Only)	☐ CHANGE WELL NAME	☐ PLUG BACK	☐ WATER DISPOSAL
Date of work completion:	☐ CHANGE WELL STATUS	☐ PRODUCTION (START/RESUME)	☐ WATER SHUT-OFF
	☐ COMMINGLE PRODUCING FORMATIONS	☐ RECLAMATION OF WELL SITE	☐ OTHER:
	☐ CONVERT WELL TYPE	☐ RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Effective July 1, 2007, XTO Energy Inc. has purchased the wells listed on the attachment from:

Dominion Exploration & Production, Inc.
14000 Quail Springs Parkway, Suite 600
Oklahoma City, OK 73134
N1095

James D Abercrombie (405) 749-1300
James D. Abercrombie
Sr. Vice President, General Manager - Western Business Unit

Please be advised that XTO Energy Inc. is considered to be the operator on the attached list and is responsible under the terms and conditions of the lease for the operations conducted upon the lease lands. Bond coverage is provided by Nationwide BLM Bond #104312750 and Department of Natural Resources Bond #104312762.

NAME (PLEASE PRINT) Edwin S. Ryan, Jr. TITLE Sr. Vice President - Land Administration

SIGNATURE Edwin S Ryan, Jr DATE 7/31/2007

(This space for State use only)

APPROVED 9/27/07
Earlene Russell
Division of Oil, Gas and Mining
Earlene Russell, Engineering Technician

RECEIVED
AUG 06 2007
DIV. OF OIL, GAS & MINING

(5/2000) (See Instructions on Reverse Side)

N1095 DOMINION E and P, INC. to N2615 XTO ENERGY, INC.

api	well_name	qtr_qtr	sec	twp	rng	lease_num	entity	Lease	well	stat
4304731522	FEDERAL 1-29	SWNW	29	100S	200E	U-28203	12829	Federal	GW	P
4304731601	HILLCREEK FED 1-30	NWSW	30	100S	200E	U-30693	12829	Federal	GW	P
4304731675	HILL CREEK FED 1-27	SENW	27	100S	200E	U-29784	12829	Federal	GW	P
4304733671	HCU 1-28F	NENE	28	100S	200E	14-20-H62-4783	12829	Indian	GW	S
4304733672	HCU 1-29F	NENE	29	100S	200E	U-28203	12829	Federal	GW	P
4304733673	HCU 2-30F	NWNE	30	100S	200E	UTU-29784	12829	Federal	GW	P
4304733688	HCU 3-28F	NENW	28	100S	200E	U-28203	12829	Federal	GW	P
4304733689	HCU 3-29F	NENW	29	100S	200E	U-28203	12829	Federal	GW	P
4304733713	HCU 3-30F	NWNW	30	100S	200E	UTU-30693	12829	Federal	GW	P
4304733835	HCU 5-30F	SWNW	30	100S	200E	U-30693	12829	Federal	GW	P
4304733836	HCU 6-30F	SENW	30	100S	200E	U-30693	12829	Federal	GW	P
4304733964	HCU 8-30F	SENE	30	100S	200E	UTU-29784	12829	Federal	GW	P
4304733965	HCU 11-30F	NESW	30	100S	200E	U-30693	12829	Federal	GW	P
4304733966	HCU 13-30F	SWSW	30	100S	200E	U-30693	12829	Federal	GW	P
4304734045	HCU 5-28F	SWNW	28	100S	200E	U-28203	12829	Federal	GW	P
4304734046	HCU 7-29F	SWNE	29	100S	200E	U-28203	12829	Federal	GW	P
4304734223	HCU 9-29F	NESE	29	100S	200E	U-28203	12829	Federal	GW	P
4304734298	HCU 3-31F	NWNW	31	100S	200E	UTU-30693	12829	Federal	GW	P
4304734299	HCU 5-31F	SWNW	31	100S	200E	UTU-30693	12829	Federal	GW	P
4304734300	HCU 7-31F	SENW	31	100S	200E	UTU-30693	12829	Federal	GW	P
4304734316	HCU 2-27F	NWNE	27	100S	200E	UTU-79130	12829	Federal	GW	P
4304734351	HCU 8-27F	SENE	27	100S	200E	UTU-79130	12829	Federal	GW	P
4304734352	HCU 11-31F	NWSW	31	100S	200E	UTU-30693	12829	Federal	GW	P
4304734353	HCU 13-31F	SWSW	31	100S	200E	UTU-30693	12829	Federal	GW	P
4304734853	HCU 1-33F	NENE	33	100S	200E	14-20-H62-4782	12829	Indian	GW	P
4304734854	HCU 3-34F	NENW	34	100S	200E	U-28203	12829	Federal	GW	P
4304734913	HCU 1-27F	NENE	27	100S	200E	U-79130	12829	Federal	GW	P
4304734914	HCU 3-27F	NENW	27	100S	200E	U-79130	12829	Federal	GW	P
4304734915	HCU 7-27F	SWNE	27	100S	200E	U-79130	12829	Federal	GW	S
4304734916	HCU 10-27F	NWSE	27	100S	200E	U-79130	12829	Federal	GW	P
4304734917	HCU 14-30F	SWSW	30	100S	200E	U-30693	12829	Federal	GW	P
4304734918	HCU 15-30F	SWSE	30	100S	200E	U-29784	12829	Federal	GW	P
4304734919	HCU 2-31F	NWNE	31	100S	200E	U-30693	12829	Federal	GW	P
4304734920	HCU 6-31F	SWNW	31	100S	200E	U-30693	12829	Federal	GW	P
4304734921	HCU 4-31F	NWNW	31	100S	200E	U-30693	12829	Federal	GW	P
4304735130	HCU 11-27F	NESW	27	100S	200E	U-29784	12829	Federal	GW	P
4304735131	HCU 2-29F	NWNE	29	100S	200E	U-28203	12829	Federal	GW	P
4304735132	HCU 9-30F	NESE	30	100S	200E	U-29784	12829	Federal	GW	P
4304735133	HCU 10-30F	NWSE	30	100S	200E	U-29784	12829	Federal	GW	P
4304735134	HCU 1-31F	NENE	31	100S	200E	U-36903	12829	Federal	GW	P
4304735135	HCU 12-31F	NWSW	31	100S	200E	U-30693	12829	Federal	GW	P
4304735137	HCU 2-33F	NENE	33	100S	200E	U-28203	12829	Federal	GW	P
4304735139	HCU 5-34F	NENW	34	100S	200E	U-28203	12829	Federal	GW	P
4304735154	HCU 13-27F	NESW	27	100S	200E	U-29784	12829	Federal	GW	P
4304735230	HCU 8-33F	SENE	33	100S	200E	14-20-H62-4782	12829	Indian	GW	P
4304735307	HCU 6-29F	SENW	29	100S	200E	U-28203	12829	Federal	GW	P
4304735470	HCU 11-29F	NESW	29	100S	200E	U-28203	12829	Federal	GW	P
4304735471	HCU 10-29F	NWSE	29	100S	200E	U-28203	12829	Federal	GW	P

N1095 DOMINION E and P, INC. to N2615 XTO ENERGY, INC.

api	well_name	qtr_qtr	sec	twp	rng	lease_num	entity	Lease	well	stat
4304735507	HCU 12-29FA	NESW	29	100S	200E	U-28203	12829	Federal	GW	DRL
4304735724	HCU 16-27F	SESE	27	100S	200E	U-79130	12829	Federal	GW	P
4304735725	HCU 9-27F	NESE	27	100S	200E	U-79130	12829	Federal	GW	P
4304735726	HCU 15-27F	SWSE	27	100S	200E	U-79130	12829	Federal	GW	P
4304735727	HCU 9-34F	NESE	34	100S	200E	U-79130	12829	Federal	GW	P
4304735728	HCU 7-34F	SWNE	34	100S	200E	U-79130	12829	Federal	GW	P
4304735832	HCU 9-33F	NESE	33	100S	200E	U-28203	12829	Federal	GW	P
4304735833	HCU 16-33F	SESE	33	100S	200E	U-28203	12829	Federal	GW	P
4304735835	HCU 11-34F	NESW	34	100S	200E	U-28203	12829	Federal	GW	P
4304735836	HCU 12-34F	NWSW	34	100S	200E	U-28203	12829	Federal	GW	P
4304735837	HCU 13-34F	SWSW	34	100S	200E	U-28203	12829	Federal	GW	P
4304735838	HCU 15-34F	SWSE	34	100S	200E	U-79130	12829	Federal	GW	P
4304735875	HCU 14-34F	SWSE	34	100S	200E	U-79130	12829	Federal	GW	P
4304735934	HCU 8-31F	SENE	31	100S	200E	U-30693	12829	Federal	GW	P
4304735935	HCU 10-31F	NWSE	31	100S	200E	U-30693	12829	Federal	GW	P
4304735936	HCU 9-31F	NWSE	31	100S	200E	U-30693	12829	Federal	GW	P
4304735939	HCU 16-28F	SESE	28	100S	200E	U-28203	12829	Federal	GW	P
4304735940	HCU 6-34F	SENW	34	100S	200E	U-28203	12829	Federal	GW	P
4304735996	HCU 16-34F	SESE	34	100S	200E	U-79130	12829	Federal	GW	P
4304736046	HCU 14-31F	SWSW	31	100S	200E	U-30693	12829	Federal	GW	P
4304736251	HCU 16-30F	NESE	30	100S	200E	U-29784	12829	Federal	GW	P
4304736319	HCU 10-28F	NWSE	28	100S	200E	U-28203	12829	Federal	GW	P
4304736320	HCU 13-28F	SWSW	28	100S	200E	U-28203	12829	Federal	GW	P
4304736321	HCU 14-28F	SESW	28	100S	200E	U-28203	12829	Federal	GW	P
4304736437	HCU 5-27F	SWNW	27	100S	200E	U-29784	12829	Federal	GW	DRL
4304736438	HCU 4-27F	SWNW	27	100S	200E	U-29784	12829	Federal	GW	DRL
4304736439	HCU 11-28F	NESW	28	100S	200E	U-28203	12829	Federal	GW	P
4304736440	HCU 5-30F2	SWNW	30	100S	200E	U-30693	12829	Federal	GW	DRL
4304736601	HCU 5-33F	SWNW	33	100S	200E	U-28203	12829	Federal	GW	P
4304736602	HCU 12-33F	NWSW	33	100S	200E	U-28203	12829	Federal	GW	P
4304736603	HCU 6-28F	SENW	28	100S	200E	U-28203	12829	Federal	GW	S
4304736604	HCU 12-28F	NWSW	28	100S	200E	U-28203	12829	Federal	GW	P
4304736685	HCU 13-33F	SWSW	33	100S	200E	U-28203	12829	Federal	GW	P
4304736846	HCU 9-28F	NESE	28	100S	200E	14-20-H62-4781	12829	Indian	GW	P
4304736847	HCU 8-28F	SENE	28	100S	200E	14-20-H62-4783	12829	Indian	GW	P
4304736848	HCU 7-28F	SWNE	28	100S	200E	U-28203	12829	Federal	GW	P
4304736849	HCU 1-34F	NENE	34	100S	200E	U-79130	12829	Federal	GW	P
4304736852	HCU 14-27F	NESW	27	100S	200E	U-29784	12829	Federal	GW	DRL
4304736853	HCU 16-29F	SESE	29	100S	200E	U-28203	12829	Federal	GW	P
4304737060	HCU 4-33F	NWNW	33	100S	200E	U-28203	12829	Federal	GW	P
4304737202	HCU 6-33F	SENW	33	100S	200E	U-28203	12829	Federal	GW	P
4304737203	HCU 3-33F	NWNE	33	100S	200E	U-28203	12829	Federal	OW	P
4304737204	HCU 15-28F	NWNE	33	100S	200E	14-20-H62-4781	12829	Indian	OW	P
4304737284	HCU 7-30F	SENE	30	100S	200E	U-29784	99999	Federal	OW	DRL
4304737340	HCU 5-29F	SWNW	29	100S	200E	U-28203	12829	Federal	GW	P
4304737360	HCU 11-33F	NWSW	33	100S	200E	U-28203	12829	Federal	GW	P
4304737424	HCU 12-27F	NESW	27	100S	200E	U-29784	12829	Federal	OW	DRL
4304737425	HCU 14-29F	SWSW	29	100S	200E	U-28203	12829	Federal	GW	P

N1095 DOMINION E and P, INC. to N2615 XTO ENERGY, INC.

api	well_name	qtr_qtr	sec	twp	rng	lease_num	entity	Lease	well	stat
4304737426	HCU 13-29F	SWSW	29	100S	200E	U-28203	12829	Federal	GW	P
4304737427	HCU 8-29F	NESE	29	100S	200E	U-28203	12829	Federal	GW	P
4304737445	HCU 8-34F	SENE	34	100S	200E	U-79130	12829	Federal	OW	S
4304737446	HCU 2-34F	NWNE	34	100S	200E	U-79130	12829	Federal	OW	DRL
4304737447	HCU 7-33F	SENE	33	100S	200E	U-28203	12829	Federal	OW	DRL
4304737570	HCU 10-33F	NWSE	33	100S	200E	14-20-H62-4782	12829	Indian	GW	P
4304737749	HCU 4-28F	NENW	28	100S	200E	U-28203	99999	Federal	GW	DRL
4304737750	HCU 14-33F	SWSE	33	100S	200E	U-028203	12829	Federal	GW	DRL
4304731560	HILL CREEK ST 1-32	SENW	32	100S	200E	ML-22313	12829	State	GW	P
4304734852	HCU 4-32F	NWNW	32	100S	200E	ML-22313-2	12829	State	GW	P
4304735136	HCU 5-32F	SWNW	32	100S	200E	ML-22313-2	12829	State	GW	P
4304735870	HCU 13-32F	NESE	31	100S	200E	ML-22313-2		State	GW	LA
4304735871	HCU 12-32F	NESE	31	100S	200E	ML-22313-2		State	GW	LA
4304735872	HCU 14-32F	SESW	32	100S	200E	ML-22313-2	12829	State	GW	P
4304735873	HCU 3-32F	NENW	32	100S	200E	ML-22313-2	12829	State	GW	DRL
4304735874	HCU 11-32F	SENW	32	100S	200E	ML-22313-2	12829	State	D	PA
4304736322	HCU 16-32F	SESE	32	100S	200E	ML-22313-2	12829	State	GW	P
4304736323	HCU 9-32F	NESE	32	100S	200E	ML-22313-2	12829	State	GW	P
4304736324	HCU 8-32F	SENE	32	100S	200E	ML-22313-2	12829	State	GW	P
4304736441	HCU 1-32F2	NENE	32	100S	200E	ML-22313-2	12829	State	GW	P
4304736684	HCU 7-32F	SENE	32	100S	200E	ML-22313-2	12829	State	GW	P

United States Department of the Interior

BUREAU OF LAND MANAGEMENT
Utah State Office
P.O. Box 45155
Salt Lake City, UT 84145-0155

TAKE PRIDE IN AMERICA

IN REPLY REFER TO
3180
UT-922

Dominion Exploration & Production, Inc.
Attn: James D. Abercrombie
14000 Quail Springs Parkway, #600
Oklahoma City, OK 73134-2600

August 10, 2007

Re: Hill Creek Unit
Uintah County, Utah

Gentlemen:

On August 8, 2007, we received an indenture dated June 30, 2007, whereby Dominion Exploration & Production, Inc. resigned as Unit Operator and XTO Energy Inc. was designated as Successor Unit Operator for the Hill Creek Unit, Uintah County, Utah.

This indenture was executed by all required parties and the signatory parties have complied with Sections 5 and 6 of the unit agreement. The instrument is hereby approved effective August 15, 2007. In approving this designation, the Authorized Officer neither warrants nor certifies that the designated party has obtained all required approval that would entitle it to conduct operations under the Hill Creek Unit Agreement.

Your statewide oil and gas Bond No. UTB000138 will be used to cover all operations within the River Bend Unit.

It is requested that you notify all interested parties of the change in unit operator. Copies of the approved instruments are being distributed to the appropriate federal offices, with one copy returned herewith.

Sincerely,

/s/ Greg J. Noble

Greg J. Noble
Acting Chief, Branch of Fluid Minerals

Enclosure

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

5. LEASE DESIGNATION AND SERIAL NUMBER: U-28203

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

7. UNIT or CA AGREEMENT NAME: HILL CREEK UNIT

1. TYPE OF WELL: OIL WELL ☐ GAS WELL ☑ OTHER

8. WELL NAME and NUMBER: HCU 13-28F

2. NAME OF OPERATOR: XTO ENERGY INC.

9. API NUMBER: 4304736320

3. ADDRESS OF OPERATOR: 382 CR 3100 CITY AZTEC STATE NM ZIP 87410

PHONE NUMBER: (505) 333-3100

10. FIELD AND POOL, OR WILDCAT: NAT BUTTES / WSTCH-MVRD

4. LOCATION OF WELL

FOOTAGES AT SURFACE: 149' FSL & 588' FWL

COUNTY: UINTAH

QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SWSW 28 10S 20E S

STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
☐ NOTICE OF INTENT (Submit in Duplicate)	☐ ACIDIZE	☐ DEEPEN	☐ REPERFORATE CURRENT FORMATION
Approximate date work will start:	☐ ALTER CASING	☐ FRACTURE TREAT	☐ SIDETRACK TO REPAIR WELL
	☐ CASING REPAIR	☐ NEW CONSTRUCTION	☐ TEMPORARILY ABANDON
	☐ CHANGE TO PREVIOUS PLANS	☐ OPERATOR CHANGE	☐ TUBING REPAIR
	☐ CHANGE TUBING	☐ PLUG AND ABANDON	☐ VENT OR FLARE
☑ SUBSEQUENT REPORT (Submit Original Form Only)	☐ CHANGE WELL NAME	☐ PLUG BACK	☐ WATER DISPOSAL
Date of work completion: 4/30/2008	☐ CHANGE WELL STATUS	☐ PRODUCTION (START/RESUME)	☐ WATER SHUT-OFF
	☐ COMMINGLE PRODUCING FORMATIONS	☐ RECLAMATION OF WELL SITE	☑ OTHER: CLEANOUT
	☐ CONVERT WELL TYPE	☐ RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

XTO Energy Inc. performed cleanout work on this well per the attached morning report.

NAME (PLEASE PRINT) DOLENA JOHNSON TITLE REGULATORY CLERK

SIGNATURE Dolena C Johnson DATE 6/5/2008

(This space for State use only)

RECEIVED
JUN 09 2008
DIV. OF OIL, GAS & MINING

(5/2000) (See Instructions on Reverse Side)

Farmington Well Workover Report

HILL CREEK UNIT	Well # 013-28F	

Objective: Cleanout

First Report: 04/28/2008

4/29/08 SITP 150 psig, SICP 200 psig. MIRU Key Energy WS rig #6013. BD & contrl well w/40 bbls of 2% trtd KCL wtr. ND WH, NU BOP. TOH w/255 jts of 2-3/8", 4.7#, J-55, EUE, 8rd tbg. Found btm jt of tbg plgd w/sc BU, unable to rmv BHBS. TIH w/4-3/4" rock tooth bit, 5-1/2" csg scr & 194 jts of 2-3/8" tbg. EOT @ 5970'. SWI & SDFN. 40 BLWTR.

4/30/08 SITP 300 psig, SICP 800 psig. BD well. Contd TIH & tgd PBTD @ 7940'. Circ well cln w/AFU. TOH w/260 jts 2-3/8" tbg & LD 4-3/4" rock tooth bit and 5-1/2" csg scr. TIH w/NC, PSN & 252 jts of 2-3/8" 4.7#, J-55, EUE, 8rd tbg. Ld tbg on hgr w/EOT @ 7,759', and PSN @ 7,757'. WA/MV perfs fr/6346' - 7883'. RU swb tls & RIH w/1.901" tbg broach to 7,757'. POH & LD tls. ND BOP, NU WH. RDMO Key Energy #6013 & equip. SWI & SDFN. 68 BLWTR.

5/1/08 SITP 0 psig, SICP 775 psig. MIRU Tech Swabbing SWU. Bd tbg. RU & RIH w/swb tls. SN @ 7,750'. BFL @ 5,200' FS. S. 0 BO, 40 BW, 5 runs, 10 hrs. FFL @ 6,500' FS. KO Well FLWG. SITP 400 psig, SICP 800 psig. RWTP @ 1:00 p.m., 4-30-08. RDMO Tech Swabbing SWU.

Swab

Zone: MV/WSTC

Event Desc: SWAB **Top Interval:** 6,346 **Bottom Interval:** 7,883

Time	Swab Runs	Beg FL	BBLS Rec	Comments
9:30:00 AM	1	5,200	7	
10:00:00 AM	3	5,200	20	
11:30:00 AM	1	4,800	7	KO FLWG.
		Ttl Bbls:	33.4	

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS, AND MINING

FORM 9

5.LEASE DESIGNATION AND SERIAL NUMBER: U-28203

SUNDRY NOTICES AND REPORTS ON WELLS

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6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

7.UNIT or CA AGREEMENT NAME: HILL CREEK

1. TYPE OF WELL Gas Well

8. WELL NAME and NUMBER: HCU 13-28F

2. NAME OF OPERATOR: XTO ENERGY INC

9. API NUMBER: 43047363200000

3. ADDRESS OF OPERATOR: 382 Road 3100 , Aztec, NM, 87410 **PHONE NUMBER:** 505 333-3145 Ext

9. FIELD and POOL or WILDCAT: NATURAL BUTTES

4. LOCATION OF WELL
FOOTAGES AT SURFACE: 0149 FSL 0588 FWL
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWSW Section: 28 Township: 10.0S Range: 20.0E Meridian: S

COUNTY: UINTAH

STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
☐ NOTICE OF INTENT Approximate date work will start:	☑ ACIDIZE	☐ ALTER CASING	☐ CASING REPAIR
☑ SUBSEQUENT REPORT Date of Work Completion: 6/15/2012	☐ CHANGE TO PREVIOUS PLANS	☐ CHANGE TUBING	☐ CHANGE WELL NAME
☐ SPUD REPORT Date of Spud:	☐ CHANGE WELL STATUS	☐ COMMINGLE PRODUCING FORMATIONS	☐ CONVERT WELL TYPE
☐ DRILLING REPORT Report Date:	☐ DEEPEN	☐ FRACTURE TREAT	☐ NEW CONSTRUCTION
	☐ OPERATOR CHANGE	☐ PLUG AND ABANDON	☐ PLUG BACK
	☐ PRODUCTION START OR RESUME	☐ RECLAMATION OF WELL SITE	☐ RECOMPLETE DIFFERENT FORMATION
	☐ REPERFORATE CURRENT FORMATION	☐ SIDETRACK TO REPAIR WELL	☐ TEMPORARY ABANDON
	☐ TUBING REPAIR	☐ VENT OR FLARE	☐ WATER DISPOSAL
	☐ WATER SHUTOFF	☐ SI TA STATUS EXTENSION	☐ APD EXTENSION
	☐ WILDCAT WELL DETERMINATION	☐ OTHER	OTHER:

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

XTO Energy Inc. has performed an acid treatment on this well per the following: 6/13/2012: MIRU Hot Oil Service. Pump 5 ga of EC9573A (mutual solvent) down the tbg. Pump 5 ga of EC6652A (scale inh) down the tbg. Pump 130 ga of EC9044A (15% HCL) with 130 ga of fresh water down the tbg. Displace the entire tbg with 2% KCL. Pump 5 ga of EC9573A (mutual solvent) down the csg. Pump 5 ga of EC6652A (scale inh) down the csg. Pump 130 ga of EC9044A (15% HCL) with 130 ga of fresh water down the csg. Displace the entire casing with 2% KCL. SWI pending SWU. RDMO Hot Oil Service. 6/15/2012: MIRU SWU. BD tbg to prod tk. RU swb tls & RIH. Swab. Drop dual pad plngr. Cycld plngr & RWTP 6/15/12. RDMO SWU.

Accepted by the Utah Division of Oil, Gas and Mining
FOR RECORD ONLY
June 27, 2012

NAME (PLEASE PRINT)	PHONE NUMBER	TITLE
Barbara Nicol	505 333-3642	Regulatory Compliance Tech
SIGNATURE N/A		**DATE** 6/27/2012

RECEIVED: Jun. 27, 2012

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS, AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

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5.LEASE DESIGNATION AND SERIAL NUMBER: U-28203

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

7.UNIT or CA AGREEMENT NAME: HILL CREEK

1. TYPE OF WELL Gas Well

8. WELL NAME and NUMBER: HCU 13-28F

2. NAME OF OPERATOR: XTO ENERGY INC

9. API NUMBER: 43047363200000

3. ADDRESS OF OPERATOR: PO Box 6501 , Englewood, CO, 80155

PHONE NUMBER: 303 397-3727 Ext

9. FIELD and POOL or WILDCAT: NATURAL BUTTES

4. LOCATION OF WELL
FOOTAGES AT SURFACE: 0149 FSL 0588 FWL
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWSW Section: 28 Township: 10.0S Range: 20.0E Meridian: S

COUNTY: UINTAH

STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
☐ NOTICE OF INTENT Approximate date work will start:	☑ ACIDIZE	☐ ALTER CASING	☐ CASING REPAIR
☑ SUBSEQUENT REPORT Date of Work Completion: 10/20/2014	☐ CHANGE TO PREVIOUS PLANS	☐ CHANGE TUBING	☐ CHANGE WELL NAME
☐ SPUD REPORT Date of Spud:	☐ CHANGE WELL STATUS	☐ COMMINGLE PRODUCING FORMATIONS	☐ CONVERT WELL TYPE
☐ DRILLING REPORT Report Date:	☐ DEEPEN	☐ FRACTURE TREAT	☐ NEW CONSTRUCTION
	☐ OPERATOR CHANGE	☐ PLUG AND ABANDON	☐ PLUG BACK
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	☐ WATER SHUTOFF	☐ SI TA STATUS EXTENSION	☐ APD EXTENSION
	☐ WILDCAT WELL DETERMINATION	☐ OTHER	OTHER:

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

XTO Energy Inc. performed an acid treatment on this well per the following: 10/13/2014: MIRU SLU. RIH w/2" JDC. Tgd @ SN. POH. Rec dual pad plngr & BHBS w/SV. RIH w/scratcher. Tgd @ SN. POH. RIH w/1.902" broach. Tgd @ SN. POH. No ti spots. SWI for acid job. SITP 105 psig, SICP 235 psig. RDMO SLU. 10/14/2014: MIRU acid truck. NU to tbg. PT line to 1,500 psig, gd tst. Pmp 250 gal 15% HCL ac w/adds, flshd w/10 bbl TFW. Avg Csg 185 psig. ISIP 90 psig. NU to csg. PT line to 1,500 psig, gd tst. Pmp 500 gal 15% HCL ac w/adds, flshd w/30 bbl TFW. ND fr csg. SWI for ac soak. RDMO acid truck. 10/15/2014: MIRU SWU. RU swb tls & RIH. BFL @ 6,700' FS. S. 0 BO, 16 BW, 8 runs (5 hrs). FFL @ 6,900' FS. Drop BHBS w/SV & dual pad plngr & SWI 1 hr. Cycld plngr to surf. Well died over night SITP 0 psig. SICP 80 psig. 10/16/2014: Swab. 10/17/2014: Swab. 10/20/2014: Swab.

Accepted by the Utah Division of Oil, Gas and Mining
FOR RECORD ONLY
November 07, 2014

NAME (PLEASE PRINT)	PHONE NUMBER	TITLE
Barbara Nicol	303-397-3736	Regulatory Analyst
SIGNATURE N/A		**DATE** 11/7/2014